

P22801

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

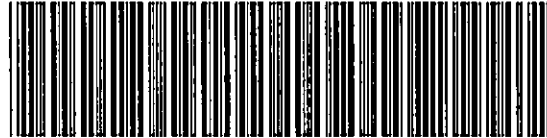
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



400344936234

05/29/20--01011--007 ++52.50

20 MAY 20 AM 9:23

JUN 18 2020  
C MCNAIR

COVER LETTER

TO: Amendment Section Division of Corporations

SUBJECT: Equitable Life & Casualty Insurance Company

Name of Corporation

DOCUMENT NUMBER: P22801

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Sallie Hansen

Name of Contact Person

Equitable Life & Casualty Insurance Company

Firm/Company

299 So. Main St., #1100

Address

Salt Lake City, UT 84110-2579

City/State and Zip Code

Financial@Equilife.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Sallie Hansen

at ( 801 ) 579-3799

Name of Contact Person

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

- |  |   |  |  |
|--|---|--|--|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee & Certified Copy | <input checked="" type="checkbox"/> \$52.50 Filing Fee, Certificate of Status & Certified Copy |
|--|---|--|--|

**Mailing Address:**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address:**

Amendment Section  
Division of Corporations  
The Centre of Tallahassee  
2415 N. Monroe Street, Suite 810  
Tallahassee, FL 32303

20 MAY 29 AM 9:22

(Pursuant to s. 607.1504, F.S.)

## P22801

Equitable Life &amp; Casualty Insurance Company

Utah

8/28/2015

(Date authorized to do business in Florida)

incorporation? May 19, 2020

SILAC Insurance Company

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

8. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent

(Florida street address)

New Registered Office Address: \_\_\_\_\_, Florida \_\_\_\_\_  
(City) (Zip Code)

**New Registered Agent's Signature, if changing Registered Agent:**

*I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.*

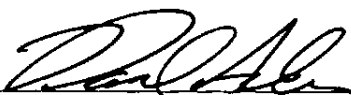
Signature of New Registered Agent, if changing

20 MAY 23 11:49:23

9. If the amendment changes person, title or capacity in accordance with 607.1504 (4), indicate that change:

<u>Title/ Capacity</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

10. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

  
 \_\_\_\_\_  
 (Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

• G. Daniel Acker •  
 \_\_\_\_\_  
 (Typed or printed name of person signing)

President  
 \_\_\_\_\_  
 (Title of person signing)

**FILING FEE \$35.00**

Company ID #310

NAIC #62952

Amended - Name Change

## State of Utah Insurance Department



# Certificate of Authority

*This Is to Certify* that, pursuant to the Insurance Code of the State of Utah,

### SILAC INSURANCE COMPANY

organized under the laws of **Utah** is hereby authorized to transact within this State, subject to all provisions of this Certificate, the classes of Insurance indicated below:

Accident & Health

Annuity

Life

Variable Contract

*This Certificate* is expressly conditioned upon the holder thereof now and hereafter being in full compliance with all, and not in violation of any, of the applicable laws and lawful requirements made under authority of the laws of the State of Utah as long as such laws or requirements are in effect and applicable, and as such laws and requirements now are, or may hereafter be changed or amended.

*This Certificate* is effective as of the 19<sup>th</sup> day of May, 2020 and remains at all times the property of the State of Utah and if revoked, or otherwise terminated, shall forthwith be returned to the Insurance Department of the State of Utah.

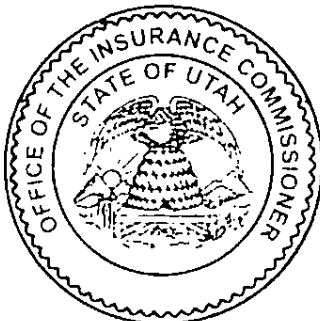
*In Witness Whereof*, I have hereunto  
Set my hand and caused  
My official seal to be affixed  
This **May 19, 2020**.

TODD E. KISER  
Insurance Commissioner

By

A handwritten signature in cursive script that reads "Jacob W. Garn".

Jacob W. Garn, CFE, CPA  
Director, Financial Examinations





Utah Department of Commerce  
Division of Corporations & Commercial Code  
160 East 300 South, 2nd Floor, S.M. Box 146705  
Salt Lake City, UT 84114-6705  
Phone: (801) 530-4849  
Toll Free: (877) 526-3994 Utah Residents  
Fax: (801) 530-6438  
Web Site: <http://www.commerce.utah.gov>

Registration Number: 558769-0142  
Business Name: SILICA INSURANCE COMPANY  
Registered Date: JUNE 6, 1935

May 15, 2020

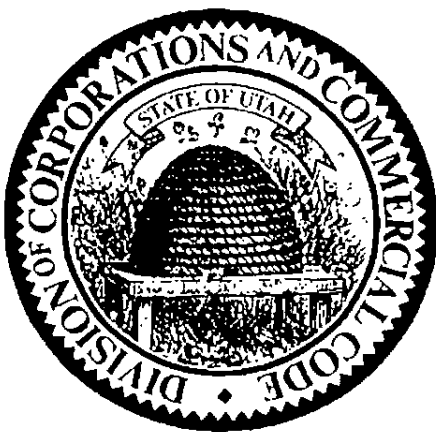
---

## CERTIFIED COPY OF ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION

THE UTAH DIVISION OF CORPORATIONS AND COMMERCIAL CODE ("DIVISION") HEREBY CERTIFIES THAT THE ATTACHED IS TRUE, CORRECT, AND COMPLETE COPY OF THE ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION DATED MAY 7, 2020 OF

SILICA INSURANCE COMPANY

AS APPEARS OF RECORD IN THE OFFICE OF THE DIVISION.



Jason Sterzer  
Director  
Division of Corporations and Commercial Code

05/07/20 15:47:12

Date: 05/03/2020  
Receipt Number: 8341796  
Amount Paid: \$123.00

U02/U08



State of Utah  
DEPARTMENT OF COMMERCE  
Division of Corporations & Commercial Code  
Articles of Amendment to Articles of Incorporation (Profit)

RECEIVED

MAY 07 2020

Utah Div. of Corp. & Comm. Code

Entity Number: 558769-0142

**EXPEDITE**

Non-Refundable Processing Fee: \$37.00

Pursuant to UCA §16-10a part 10, the individual named below causes this Amendment to the Articles of Incorporation to be delivered to the Utah Division of Corporations for filing, and states as follows:

1. The name of the corporation is: Sterling Annuity Insurance Company

2. The date the following amendment(s) was adopted: \_\_\_\_\_

3. If changing the corporation name, the new name of the corporation is:

SILAC Insurance Company

4. The text of each amendment adopted (include attachment if additional space needed):

See attached amendment document

5. If providing for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself:

6. Indicate the manner in which the amendment(s) was adopted (mark only one):

☐ Adopted by Incorporators or Board of Directors - Shareholder action not required.

☒ Adopted by Shareholders - Number of votes cast for amendment was sufficient for approval.

7. Delayed effective date (if not to be effective upon filing) \_\_\_\_\_ (MM-DD-YYYY not to exceed 90 days)

Under penalties of perjury, I declare that this Amendment of Articles of Incorporation has been examined by me and is, to the best of my knowledge and belief, true, correct and complete.

By: Scott Matthews

Title: Secretary

Date: 05/07/2020

Under CRAMA (63C-2-101), all registration information maintained by the Division is classified as public record. For confidentiality purposes, you may use the business entity physical address rather than the residential or private address of any individual affiliated with the entity.

Mailing/Faxing Information: [www.corporations.utah.gov/contactus.html](http://www.corporations.utah.gov/contactus.html) Division's Website: [www.corporations.utah.gov](http://www.corporations.utah.gov)

State of Utah  
Department of Commerce  
Division of Corporations and Commercial Code  
I hereby certify that the foregoing has been filed  
and approved on this 7 day of May 2020  
in this office of this Division and hereby issued  
This Certificate thereof.

MAY 8 '20 AM 7:33

Examiner: RDL Date: 05/11/20



Jason Starzer  
Jason Starzer  
Division Director

**FIRST AMENDMENT TO THE SECOND RESTATED  
ARTICLES OF INCORPORATION  
OF  
SILAC INSURANCE COMPANY**

**RECEIVED**

**MAY 07 2020**

Utah Div. of Corp. & Comm. Code

(Named Sterling Annuity Insurance Company prior to filing these articles)

On the 5<sup>th</sup> day of May 2020, the following First Amendment to the Second Restated Articles of Incorporation were approved and adopted either by written consent or at a regular meeting of the Board of Directors.

**PURPOSE**

The purpose of the First Amendment to the Second Restated Articles of Incorporation is to rename Sterling Annuity Insurance Company. The First Amendment to the Second Restated Articles of Incorporation shall constitute the charter document of the Corporation and shall govern the actions, affairs and concerns of the Corporation, its directors and shareholders and their relation to one another.

**ARTICLE I**

The name of this Corporation shall be and is: SILAC Insurance Company.

**ARTICLE II**

The Corporation shall have perpetual existence unless dissolved or reincorporated according to law.

**ARTICLE III**

The general purpose, business and pursuit of the Corporation shall be as a capital stock insurance company authorized under law to conduct the business of life and annuity insurance, accident and health insurance, and any other business authorized or incidental thereto, and for any lawful purpose or purposes authorized under law.

The Corporation shall comply with the provisions of the laws of insurance, and the regulations and laws related thereto, of each jurisdiction where the corporation is authorized to conduct its business.



The Corporation shall have all powers authorized by law and all powers necessary or convenient to effect the purposes for which the Corporation is organized.

#### ARTICLE IV

All issued and outstanding shares of Common Stock of the Corporation are converted as of March 11, 2019 so that 20 shares of pre-conversion Common Stock are equal to 2,500,000 shares of converted Common Stock.

Following the above March 11, 2019 conversion of the number of issued and outstanding Common Stock, the total number of shares of the Common Stock that the Corporation shall have the authority to issue is increased to 5,000,000.

Each share of Common Stock shall have a par value of one dollar (\$1.00) per share.

#### ARTICLE V

The business and affairs of the Corporation shall be under the complete control and discretion of the Board of Directors, who shall have the authority to exercise all powers necessary or convenient to effect the purposes for which the Corporation is organized, consistent with these Restated Articles of Incorporation and the Bylaws of the Corporation.

The number of directors of the Corporation shall be not less than three (3) nor more than twenty-five (25) directors, with the actual number of directors, their qualifications, tenure and authority to be fixed in the Bylaws.

#### ARTICLE VI

No director or officer of the Corporation shall be personally liable to the Corporation or its shareholders for monetary damages for breach of fiduciary duty unless expressly provided otherwise by law.

#### ARTICLE VII

The private property of the shareholders of the Corporation shall not be liable for the debts or obligations of the Corporation.

#### ARTICLE VIII

The registered office of the Corporation and the registered agent of the Corporation at that address is:

Scott D. Matthews  
SILAC Insurance Company  
299 South Main Street, Suite 1100  
Salt Lake City, Utah 84111  
Attn: President or Highest-Level Officer Found

ARTICLE IX

The Articles of Incorporation shall not be modified, amended or repealed without a resolution of the Board of Directors and approval by affirmative vote of the majority of shares of the Corporation entitled to vote at a meeting of shareholders called for such purpose.

ADOPTED the 5<sup>th</sup> day of May, 2020.

SILAC INSURANCE COMPANY

  
Griff Daniel Acker, President & CMO

  
Scott D. Matthews, Secretary

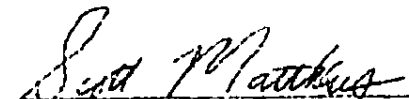
STATE OF Utah )

COUNTY OF Salt Lake )

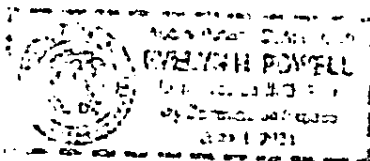
Griff Daniel Acker and Scott D. Matthews, being first duly sworn upon oath say and verify:

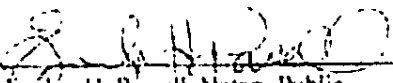
That the said Griff Daniel Acker is President & CMO and Scott D. Matthews is Secretary of SHAC Insurance Company, a Utah corporation, that they have read the foregoing First Amendment to the Second Restated Articles of Incorporation and know the content thereof and the facts therein stated are true

  
Griff Daniel Acker, President & CMO

  
Scott D. Matthews, Secretary

On the 5<sup>th</sup> day of May, 2020, personally appeared before me Griff Daniel Acker and Scott D. Matthews, the signers of the foregoing instrument, who duly acknowledged to me that they executed the same.



  
Evelyn H. Powell, Notary Public

My Commission Expires: June 1, 2021

MAY 8 '20 AM 7:33

**FIRST AMENDMENT TO THE SECOND RESTATED  
ARTICLES OF INCORPORATION  
OF  
SILAC INSURANCE COMPANY**

(Named Sterling Annuity Insurance Company prior to filing these articles)

SILAC Insurance Company, a Utah corporation, hereby adopts the First Amendment to the Second Restated Articles of Incorporation ("Restated Articles") pursuant to the Utah Revised Business Corporation Act with the following changes:

1. The name of the corporation is SILAC Insurance Company ("the Corporation").
2. The first paragraph is amended to as follows:

*On the 5<sup>th</sup> day of May 2020, the following First Amendment to the Second Restated Articles of Incorporation were approved and adopted either by written consent or at a the regular meeting of the Board of Directors.*

3. The PURPOSE paragraph is amended to read:

*The purpose of these First Amendment to the Second Restated Articles of Incorporation is to rename Sterling Annuity Insurance Company Equitable Life & Casualty Insurance Company and to consolidate the Articles of Incorporation and all amendments to them without change. These First Amendment to the Second Restated Articles of Incorporation shall*

4. Article I of the Restated Articles of Incorporation is amended with the following new paragraph:

*The name of this Corporation shall be and is: SILAC Insurance Company ~~Sterling Annuity Insurance Company~~.*

5. Article VIII, the language was changed as follows:

*Scott D. Matthews  
SILAC Insurance Company ~~Sterling Annuity Insurance Company~~  
299 South Main Street, Suite 1100  
Salt Lake City, Utah 84111  
Attn: President or Highest-Level Officer available*

**UNANIMOUS WRITTEN CONSENT  
OF THE SOLE SHAREHOLDER**

In lieu of a Special Meeting, pursuant to Utah Code Section 16-10a-704 and the unanimous written consent of the sole shareholder of SILAC Insurance Company (named Sterling Annuity Insurance Company prior to filing these articles), Sterling Financial Insurance Group, Inc. (formerly known as Equitable Family Insurance Group, Inc.), the First Amendment to the Second Restated Articles of Incorporation of SILAC Insurance Company are hereby adopted as of the 5<sup>th</sup> day of May, 2020.

SHAREHOLDER



Griff Daniel Acker, President  
Sterling Financial Insurance Group, Inc.  
(formerly known as Equitable Family Insurance Group, Inc.)

May 5, 2020

Date