

P33667

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Sears Life Insurance Company
(Name of corporation)

DOCUMENT NUMBER: P33667

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Timothy E. Devereux
(Name of person)

Sears Life Insurance Company
(Name of firm/company)

10255 W. Higgins Road, Suite 700
(Address)

Rosemont, IL 60018
(City/state and zip code)

For further information concerning this matter, please call:

Anne Walton at (847) 402-9245
(Name of person) (Area code & daytime telephone number)

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

Street Address:
Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

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-01/24/02--01045--002
*****35.00 *****35.00

FILED
02 MAR 22 AM 11:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FEB 05 2002



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 28, 2002

TIMOTHY E. DEVEREUX
SEARS LIFE INSURANCE COMPANY
10255 W. HIGGINS ROAD, SUITE 700
ROSEMONT, IL 60018

SUBJECT: GLENBROOK LIFE INSURANCE COMPANY
Ref. Number: P33667

We have received your document for GLENBROOK LIFE INSURANCE COMPANY and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

An original, duly authenticated certificate from the state of incorporation/organization evidencing the amendment, must be submitted with the application. The certificate must have been issued within the past 90 days.

The above listed entity was administratively dissolved or its certificate of authority was revoked for failure to file the 1996 annual report/uniform business report. The entity must be reinstated before this document can be filed.

Please complete the enclosed form and return it to us with a check for \$1650.00 in order to complete your reinstatement.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6869.

Teresa Brown
Corporate Specialist

Letter Number: 002A00004784

RECEIVED
02 FEB 18 AM 10:51
DIVISION OF CORPORATIONS



February 15, 2002

Teresa Brown
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Glenbrook Life Insurance Company to Sears Life Insurance Company

Dear Ms. Brown:

As we discussed by telephone on February 11, I am returning Glenbrook Life Insurance Company's foreign corporation amendment paperwork to you along with a certificate evidencing its amendment to Sears Life Insurance Company. Since Glenbrook Life is no longer in existence, *Sears Life* filed for reinstatement in January of this year.

I have enclosed copies of the reinstatement paperwork and the check. The reason this is handled as a reinstatement is that Sears Life operates under the same FEI number as Glenbrook Life did. If these documents are wrong, and Sears Life should have applied as a new foreign corporation, please let me know.

Thank you for your assistance in this matter. If you have any questions, please call me at 847-402-9245.

Sincerely,

Anne M. Walton
847-402-9245

Enclosures



February 28, 2002

Teresa Brown
Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

RE: Glenbrook Life Insurance Company to Sears Life Insurance Company

Dear Ms. Brown:

As we discussed by telephone on February 27, I have enclosed the foreign corporation reinstatement paperwork for Glenbrook Life Insurance Company along with a check for \$3,000. For your reference, you were holding the amendment paperwork until the reinstatement went through. I hope that you have everything you need to register Sears Life Insurance Company as a foreign corporation in the State of Florida.

Please provide an original certificate of status for **Sears Life Insurance Company** so that I can forward to the Department of Insurance. Please mail it to:

Anne Walton
Allstate Financial
3100 Sanders Road, J5B
Northbrook, IL 60062-7154

Thank you for your assistance in this matter. If you have any questions, please call me at 847-402-9245.

Sincerely,


Anne M. Walton

Enclosures



March 21, 2002

Teresa Brown
Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

RE: Glenbrook Life Insurance Company to Sears Life Insurance Company

Dear Ms. Brown:

Enclosed is the check for \$1,650 for Glenbrook Life's reinstatement. For your reference, you were holding the amendment paperwork until the reinstatement went through. I hope that you have everything you need to register Sears Life Insurance Company as a foreign corporation in the State of Florida.

Please provide an original certificate of status for **Sears Life Insurance Company** so that I can forward to the Department of Insurance. Please mail the certificate and the \$3,000 check that I sent in error to:

Anne Walton
Allstate Financial
3100 Sanders Road, J5B
Northbrook, IL 60062-7154

Thank you for your assistance in this matter. If you have any questions, please call me at 847-402-9245.

Sincerely,


Anne M. Walton

Enclosures

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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

SECTION I
(1-3 MUST BE COMPLETED)

1. Glenbrook Life Insurance Company
(Name of corporation as it appears on the records of the Department of State)
2. Illinois 3. 4/22/1991
(Incorporated under laws of) (Date authorized to do business in Florida)

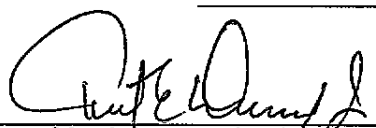
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02 MAR 22 AM 11:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? January 12, 1988, effective December 31, 1997
5. Sears Life 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)
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)


(Signature of the chairman or vice chairman of the board, president, or any officer, or if the corporation is in the hands of a receiver, trustee, or other court-appointed fiduciary, by that fiduciary)

Timothy Devereux
(Typed or printed name)

12-19-01
(Date)

President
(Title)

STATE OF ILLINOIS

DEPARTMENT OF INSURANCE



I, the undersigned, Director of Insurance of the State of Illinois, do hereby certify that Articles of Amendment to the Articles of Incorporation of **GLENBROOK LIFE INSURANCE COMPANY** were approved by the Director of Insurance on January 12, 1998 to be effective December 31, 1997 changing the corporate name of said company to **SEARS LIFE INSURANCE COMPANY**.

I further certify that at the time of the name change, the company was domiciled in Illinois and that the name change was made in accordance with applicable provisions of the Illinois Insurance Code since insurance companies in Illinois are incorporated under said Code by the Director of Insurance and not the Secretary of State.



IN TESTIMONY WHEREOF, I hereto set my hand and cause to be affixed the Seal of my office. Done at the City of Springfield, this 7th day of February, 2002.

Nat Shapo

Nathaniel S. Shapo
Director