


2005 FOR PROFIT CORPORATION REINSTATEMENT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

05 DEC 27 PM 11:14

DOCUMENT # 814485
1. Entity Name
FIDELITY AND GUARANTY LIFE INSURANCE COMPANY



Principal Place of Business
**1001 FLEET STREET
BALTIMORE, MD 21202 US**

Mailing Address
**1001 FLEET STREET L
7TH FLOOR
BALTIMORE, MD 21203-1137 US**



2. Principal Place of Business
Suite, Apt. #, etc.

3. Mailing Address
1001 Fleet St.
Suite, Apt. #, etc.

10122005 REIN-P CR2E098 (6/04)

City & State
Baltimore, MD

4. FEI Number
52-6033321

Applied For
 Not Applicable

5. Certificate of Status Desired **\$8.75 Additional Fee Required**

6. Name and Address of Current Registered Agent
**CHIEF FINANCIAL OFFICER
P O BOX 6200 (32314-6200)
200 E. GAINES ST
TALLAHASSEE, FL 32399-0000**

7. Name and Address of New Registered Agent
Name
Corporation Service Company
Street Address (P.O. Box Number is Not Acceptable)
1201 Hays Street
City
Tallahassee FL Zip Code
32301

8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent.

SIGNATURE:  DATE: **12-19-05**

Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating) DATE

FILE NOW!!! FEE IS \$150.00
After January 1, 2006, Fee will be \$300.00

In accordance with s. 607.193(2)(b), F.S., the corporation did not receive the prior notice.

10. OFFICERS AND DIRECTORS		11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	D BARKER, GUY V 1001 FLEET ST 7TH FLOOR BALTIMORE, MD 21202 <input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	D/C <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	PCEO STOUT, HARRY H 1001 FLEET ST 7TH FLOOR BALTIMORE, MD 21202 <input checked="" type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	D/CFO <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition Varvaris, John M. 1001 Fleet St. Baltimore, MD 21202
TITLE NAME STREET ADDRESS CITY-ST-ZIP	DVPG PARKER, BRUCE G JR 1001 FLEET STREET BALTIMORE, MD 21202 <input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	D/P/CEO <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition 800062381278 12/27/05--01003--002 **150.00
TITLE NAME STREET ADDRESS CITY-ST-ZIP	SVCA PERREAULT, MICHEL G 1001 FLEET ST 7TH FLOOR BALTIMORE, MD 21202 <input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	COO O'BRIEN, MICHAEL J 1001 FLEET ST 7TH FLOOR BALTIMORE, MD 21202 <input checked="" type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	D/SVP/COO <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition Lumby, Victor 1001 Fleet St. Baltimore, MD 21202
TITLE NAME STREET ADDRESS CITY-ST-ZIP	SVPG MCGRATH, MICHAEL A 1001 FLEET ST 7TH FLOOR BALTIMORE, MD 21202 <input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition

12. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE:  DATE: **12-19-05** 410-895-0093

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

112

12/27/05

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Fidelity and Guaranty Life Insurance Company
1001 Fleet St.
Baltimore, MD 21202

Blocks 10 & 11 continuation

Additional Officers and Directors

SVP/GC/S
McGrath, Michael A.
1001 Fleet St.
Baltimore, MD 21202

AVP/AS
Jett, Robert S. III
1001 Fleet St.
Baltimore, MD 21202

AS
Pirolli, Margherita
1001 Fleet St.
Baltimore, MD 21202