

814485

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

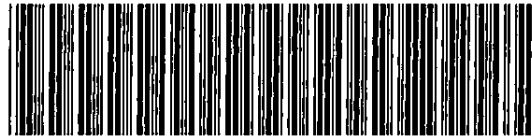
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



000092018720

03/12/07--01057--004 **52.50

FILED
07 MAR 12 PM 12:41
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Handwritten initials/signature

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Fidelity and Guaranty Life Insurance Company
(Name of Corporation)

DOCUMENT NUMBER: 814485

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Scott Sheffer

(Name of Contact Person)

First Consulting & Administration, Inc.

(Firm/Company)

1020 Central, Suite 201

(Address)

Kansas City, MO 64105-1670

(City/State and Zip Code)

For further information concerning this matter, please call:

Scott Sheffer

(Name of Contact Person)

at (**800**) **927-2730, ext. 2742**

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

\$35.00 Filing Fee

\$43.75 Filing Fee &
Certificate of Status

\$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

\$52.50 Filing Fee,
Certificate of Status &
Certified Copy
(Additional copy is
enclosed)

Mailing Address:

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

Street Address:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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)

814485

(Document number of corporation (if known))

FILED
07 MAR 12 PM 12:41
SECRETARY OF STATE
TALLAHASSEE FLORIDA

1. Fidelity and Guaranty Life Insurance Company

(Name of corporation as it appears on the records of the Department of State)

2. Maryland

(Incorporated under laws of)

3. 6/14/60

(Date authorized to do business in 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 1, 2007

5. O M Financial 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)

(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.

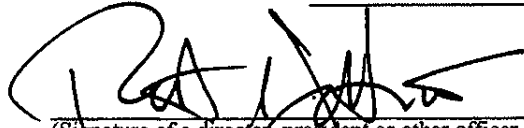
N/A

(New duration)

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

N/A

(New jurisdiction)



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

Robert S. Jett, III

(Typed or printed name of person signing)

AVP, Associate General Counsel

(Title of person signing)

January 3, 2006

To: The Insurance Commissioner

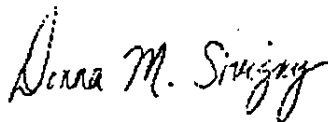
Authorization

This letter, or a copy thereof, will authorize the consulting firm of First Consulting & Administration, Inc., Kansas City, Missouri, to represent this Company in matters before the Insurance Department.

This Authorization shall be valid until revoked by us.

Fidelity and Guaranty Life Insurance Company

By:



Title: Assistant Vice President - Marketing Actuarial

CUST ID:0001888700
WORK ORDER:0001331738
DATE:12-15-2006 11:04 AM
AMT. PAID:\$239.00

Effective Date
11/1/07

FIDELITY AND GUARANTY LIFE INSURANCE COMPANY

Articles of Amendment

THIS IS TO CERTIFY THAT:

FIRST: The charter of Fidelity and Guaranty Life Insurance Company, a Maryland life insurance company, is hereby amended by deleting existing Article SECOND in its entirety and adding a new article to read as follows:

"SECOND: The name of the corporation (which is hereinafter called the "Corporation") is: OM FINANCIAL LIFE INSURANCE COMPANY."

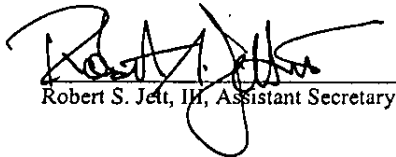
SECOND: The amendment to the charter of the Corporation as set forth above has been duly advised and approved by the Board of Directors, in a Consent Resolution of the Board of Directors, dated July 31, 2006, and that such amendment shall be effective as of January 1, 2007.

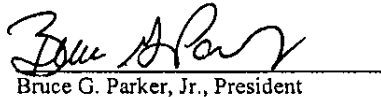
THIRD: The undersigned President acknowledges these Articles of Amendment to be the corporate act of the Corporation and as to all matters or facts required to be verified under oath, the undersigned President acknowledges that to the best of his knowledge, information and belief, these matters and facts are true in all material respects and that this statement is made under the penalties for perjury.

IN WITNESS WHEREOF, the Corporation has caused these Articles to be signed in its name and on its behalf by its President and attested to by its Assistant Secretary on this 22nd day of September, 2006.

ATTEST:

FIDELITY AND GUARANTY LIFE
INSURANCE COMPANY


Robert S. Jett, III, Assistant Secretary

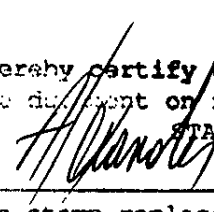

Bruce G. Parker, Jr., President

(00003263 DOC /)

STATE OF MARYLAND

I hereby certify that this is a true and complete copy of the
original document on file in this office. DATED: 3-1-07

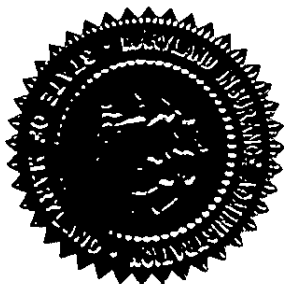
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

BY:  , Clerk

This stamp replaces our previous certification system. Effective: 6/95

CERTIFICATE OF INSURANCE COMMISSIONER

I HEREBY CERTIFY, that the Articles of Amendment of Fidelity and Guaranty Life Insurance Company (a Maryland Corporation), changing their name to OM Financial Life Insurance Company have been submitted to me for examination and have been found to be in accordance with the Insurance Laws of the State of Maryland.



IN WITNESS WHEREOF, I have hereunto
set my Hand and Affixed the Official Seal
of my Office in the City of Baltimore, this
4th day of October, 2006.

A handwritten signature in black ink, appearing to read "R. Steven Orr".

R. Steven Orr
Maryland Insurance Commissioner

CORPORATE CHARTER APPROVAL SHEET

****EXPEDITED SERVICE****

**** KEEP WITH DOCUMENT ****

DOCUMENT CODE 09A BUSINESS CODE _____

D00100529



1000361994048720

Close _____ Stock _____ Nonstock _____

P.A. _____ Religious _____

Merging (Transferor) _____

ID # 000100529 ACK # 1000361994048720
LIBER: 001047 FOLIO: 0036 PAGES: 0003
OM FINANCIAL LIFE INSURANCE COMPANY

Surviving (Transferee) _____

12/15/2006 AT 11:04 A MO # 0001331738

New Name Om Financial Life Insurance Company

FEES REMITTED

Base Fee: <u>100</u>	<input checked="" type="checkbox"/>	Change of Name
Org. & Cap. Fee: _____	_____	Change of Principal Office
Expedite Fee: <u>110</u>	_____	Change of Resident Agent
Penalty: _____	_____	Change of Resident Agent Address
State Recordation Tax: _____	_____	Resignation of Resident Agent
State Transfer Tax: _____	_____	Designation of Resident Agent and Resident Agent's Address
<u>3</u> Certified Copies	_____	Change of Business Code
_____ Certificates	_____	Adoption of Assumed Name
Certificate of Status Fee: _____	_____	_____
Personal Property Filings: _____	_____	_____
Mail Processing Fee: _____	_____	_____
Other: _____	_____	Other Change(s)
Copy Fee: <u>29</u>	_____	_____
TOTAL FEES: <u>239</u>	_____	_____

Credit Card _____ Check _____ Cash _____ Code _____

Documents on _____ Checks

Approved By: 9

Keyed By: _____

COMMENT(S):

Attention: _____

Mail Name and Address
Om Financial Life Insurance Company
1001 Fleet Street, 6th Floor
Baltimore, MD 21202
Attn: Robert S. Jett III

CUST ID: 0001888700
WORK ORDER: 0001331738
DATE: 12-15-2006 11:04 AM
AMT. PAID: \$239.00

CERTIFIED COPY MADE