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FILED
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TALLAHASSEE FLORIDA



December 5, 2000

VIA FEDERAL EXPRESS

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Amendment Section
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

LETTER No:000 A00057661

Re: NAIC #: 77879; Name Change

Dear Sir or Madam:

In furtherance of AFBA Life Insurance Company's October 27, 2000 notice to your department advising of its name change to *5 Star Life Insurance Company*, there are enclosed the following prescribed Division of Corporation forms and fees applicable to implementation of the name change:

- An original Florida Application for Foreign Not for Profit Corporation to File Amendment to Application for Conducting Affairs in Florida;
- Louisiana original certified copy of Amended Articles of Incorporation;
- Remittance in the amount of \$43.75.

If additional information is required, please do not hesitate to contact the undersigned at (703) 706-5975.

NC
12-14-00
PMS

Very truly yours,
Mildred E. Hunt

Mildred E. Hunt
Assistant to the General Counsel



AFBA Life Insurance Company

October 30, 2000

*Marshal L. Cole
General Counsel*

VIA CERTIFIED MAIL, RETURN RECEIPT REQUESTED

Division of Corporations
Post Office Box 1500
Tallahassee, Florida 32302-1500

Re: *NAIC No.: 77879; NAIC Code: 0278*

Dear Sir or Madam:

This letter serves as Notice that AFBA Life Insurance Company, domiciled in Louisiana, and with products identified in the above-captioned NAIC reference, has changed its name to "*5 Star Life Insurance Company*".

Enclosed is a true copy of the Company's Amended Articles of Incorporation, stamped "Approved" by the Louisiana Department of Insurance and recorded with the Louisiana Clerk of Court's Office. A certified copy of Louisiana's approval action will be provided shortly under separate cover.

If additional information is desired, please contact Ms. Mildred E. Hunt at (703) 706-5975 or 1 (800) 776-2264, x2204.

Very truly yours,

Marshal L. Cole

MLC:meh
Enclosures



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

November 7, 2000

MARSHAL L. COLE, GENERAL COUNSEL
AFBA LIFE INSURANCE COMPANY
909 NORTH WASHINGTON STREET
ALEXANDRIA, VA 22314

SUBJECT: AFBA LIFE INSURANCE COMPANY
Ref. Number: P05576

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

A foreign corporation which has changed its name, duration, jurisdiction, or purpose (nonprofit corporation only), should file an amended application in this office within 30 days after the occurrence of any such change. The form should be accompanied by an original certificate from the domicile state issued within the past 90 days evidencing the change and a filing fee of \$35.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 000A00057661

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. AFBA Life Insurance Company
Name of corporation as it appears on the records of the Department of State.
2. Louisiana 3. October 24, 1988
Incorporated under laws of 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? October 26, 2000
5. 5 Star 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.
Not applicable
New Duration
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
Not applicable
New Jurisdiction

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TALLAHASSEE, FLORIDA

Craig S. Piers
Signature

December 6, 2000
Date

Craig S. Piers
Typed or printed name

President
Title

State of  Louisiana

James H. "Jim" Brown

I, THE UNDERSIGNED Commissioner of Insurance, OF THE STATE OF
LOUISIANA, DO HEREBY CERTIFY THAT

the attached is a true and correct copy of the Amended Articles of Incorporation for 5
STAR LIFE INSURANCE COMPANY, domiciled in Louisiana, on file in my office.

*Given under my signature, authenticated with the
impress of my Seal of office, at the City of Baton
Rouge, this, 20th day of November
A. D. 20 00*



James H. "Jim" Brown
Commissioner of Insurance

J. Robert Wooley, Acting Commissioner



J. ROBERT WOOLEY
ACTING COMMISSIONER OF INSURANCE
CERTIFICATE OF AUTHORITY

Whereas, the 5 STAR LIFE INSURANCE COMPANY

Located at LOUISIANA

has applied for a certificate of authority and made the filings required of such Insurer.

Therefore, I, J. Robert Wooley, the undersigned Acting Commissioner of Insurance, do hereby certify that the said 5 Star Life Insurance Company

Is authorized to transact its appropriate business of,

Life

Health and Accident

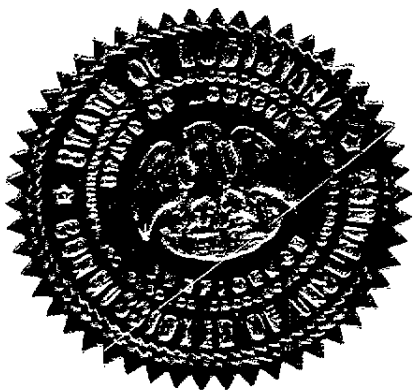
Insurance in this State, in accordance with the laws thereof. This certificate shall remain in effect until cancelled, suspended, revoked or the renewal thereof refused.

AMENDED: November 13, 2000


ORIGINAL certificate effective 07-16-1943

In Testimony Whereof, I hereunto subscribe my name, and affix
the seal of my office at Baton Rouge this 13th
day of November A.D. 2000

J. Robert Wooley
Acting Commissioner of Insurance



FILE COPY

State of  Louisiana

J. ROBERT WOOLEY

ACTING COMMISSIONER OF INSURANCE

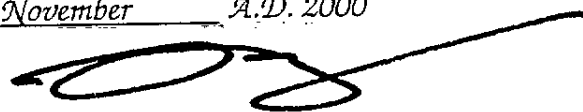
I, THE UNDERSIGNED COMMISSIONER OF INSURANCE OF THE STATE OF LOUISIANA, DO
HEREBY CERTIFY THAT

A certified copy of the Amendment to Articles of Incorporation
of the AFBA LIFE INSURANCE COMPANY
an insurance company organized under the laws of the State of Louisiana, domiciled
at Baton Rouge, Louisiana, Parish of East Baton Rouge,
being by act before Roselind P. Douglas Notary in and for
the City of Alexandria, State of Virginia, on the 11th day of
October, 2000, and recorded in the Original Book of the Clerk of Court of the
Parish of East Baton Rouge on the 26th day of October, 2000,
was filed in this office at 11:00 A.M. on the 13th day of November,
2000.

Amendment effective: October 26, 2000

Company Name Change to 5 Star Life Insurance Company

Given Under my signature, authenticated with the impress of my
Seal of office, at the City of Baton Rouge, this, 13th
day of November A.D. 2000



J. Robert Wooley
Acting Commissioner of Insurance



JAMES H. "JIM" BROWN
COMMISSIONER OF INSURANCE
STATE OF LOUISIANA

P.O. Box 94214
BATON ROUGE, LOUISIANA 70804-9214
PHONE (225) 342-5900
FAX (225) 342-3078
<http://www/ldi.la.state.la.us>

November 13, 2000

Mr. Stephen G. McCollister
Roedel Parsons Koch Frost
Balhoff & McCollister
8440 Jefferson Highway, Suite 301
Baton Rouge, LA 70809-7652

RE: 5 Star Life Insurance Company (LA) - #77879
F/k/a AFBA Life Insurance Company
Amendment to Certificate of Authority - effective October 26, 2000

Dear Mr. McCollister:

Enclosed is the Certificate of Recordation of the **Amendment to Articles of Incorporation** and the amended Certificate of Authority in association with the referenced action. Your canceled check will serve as your receipt for payment of filing fees.

Sincerely,

J. ROBERT WOOLEY
Acting Commissioner of Insurance

JRW/mkp

Enclosure

AFBA LIFE INSURANCE COMPANY

AMENDMENT

to

ARTICLES OF INCORPORATION

The undersigned, Chairman of the Board of *AFBA LIFE INSURANCE COMPANY* ("the Corporation") does hereby certify that resolutions amending the Articles of Incorporation of the Corporation (effective October 16, 2000) were duly adopted pursuant to Louisiana R.S. 12:31 *et seq.* and Louisiana R.S. 22:31 *et seq.*, by the unanimous written consent of the shareholders of the Corporation.

The Articles of Incorporation of the Corporation were amended by said resolutions as follows:

Article I is hereby amended to read in its entirety as follows, effective October 16, 2000:

ARTICLE I

"The name of the corporation is *5 STAR LIFE INSURANCE COMPANY*."

5 STAR LIFE INSURANCE COMPANY

Dated: October 11, 2000

By: *Charles C. Blanton*

Charles C. Blanton
Lt. General, USAF (Ret.)
Chairman of the Board

ACKNOWLEDGEMENT

COMMONWEALTH OF VIRGINIA
CITY OF ALEXANDRIA

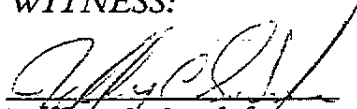
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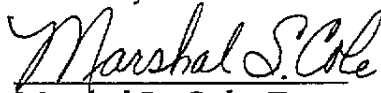
MIS/STATISTICAL
COMMISSIONER OF INSURANCE

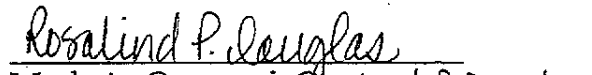
BE IT KNOWN, that on the 11th of October 2000, before the undersigned Notary Public, duly commissioned, qualified, and sworn within

and for the Commonwealth and City aforesaid, personally came and appeared Charles C. Blanton, to me known to be the identical person who executed the above and foregoing Amendment to Articles of Incorporation, who declared and acknowledged to me, a Notary, in the presence of the undersigned competent witnesses, that he executed the above and foregoing Amendment to Articles of Incorporation of his own free will, as his own act and deed, for the uses, purposes and benefits therein expressed.

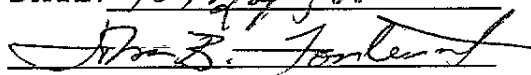
WITNESS:


Jeffrey C. Sandefur
Secretary


Marshal L. Cole, Esq.
Assistant Secretary


~~Mark A. Centanni~~ Rosalind P. Douglas
Notary Public
My Commission Expires: 7/31/03

APPROVED FOR RECORDATION

DATE: 10/24/00

FOR: Commissioner of Insurance
State of Louisiana

AFBA LIFE INSURANCE COMPANY
UNANIMOUS WRITTEN CONSENT
in lieu of
SPECIAL MEETING OF SHAREHOLDERS

The undersigned, being the sole shareholder of *AFBA Life Insurance Company*, a Louisiana life insurance company ("the Company"), pursuant to Paragraph 9. of the bylaws of the Company, in lieu of holding a special meeting, hereby consents to, ratifies, and approves, as is evidenced by its signature and seal affixed hereto, the following resolutions and actions:

WHEREAS, it is deemed desirable to enhance the Company's marketing of the life insurance and life insurance related products offered to present and prospective customers, and, in so doing, to better uphold a lengthy tradition of providing quality products and services to the military and federal civilian markets that it serves; and

WHEREAS, to assist in achieving that end, the undersigned has determined that it is in the best interests of the Company to modify the form of its name to reflect the "*5 Star*" brand-name utilized by other business entities operating under the same holding company as the Company.

NOW, THEREFORE, BE IT RESOLVED, that the change of the name of the Company from "AFBA Life Insurance Company" to "*5 Star Life Insurance Company*" be, and the same hereby is, authorized and approved such change to be effective October 16, 2000; and it is

FURTHER RESOLVED, that the chairman, president, and other officers of the Company, as appropriate, be, and the same are, hereby authorized, empowered, and directed to perform any and all acts necessary to effectuate this name change, including the submission of any and all filings,

applications, notices, and other written or oral presentations required or necessitated by state or federal laws or regulations, including, but not limited to, filing of appropriate amendments as supplements to the Company's charter documents and amendments to other government mandated disclosure documents relating to the business of the Company; and it is

FURTHER RESOLVED, that in order to promote the "5 Star" brand-name, the chairman, president, and other officers of the Company, as appropriate, be, and the same are, hereby authorized, empowered, and directed to present the Company's amended name in all Company-related marketing literature and sales materials, accompanied as they deem fit by an applicable design and/or service mark.

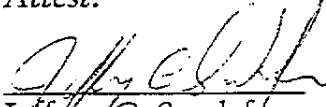
The undersigned acknowledges and agrees that the actions taken by this consent shall have the same force and effect as if taken at a meeting of shareholders of the Company, duly called and constituted pursuant to the bylaws of the Company and the laws of the state of Louisiana, that, by signing this Consent, the sole shareholder waives notice of the time, place, and purpose of the meeting for which this Consent is in lieu.

WITNESSETH, the following signature and seal effective as of the 10th day of October 2000.

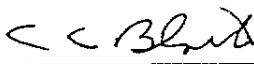
THE SOLE SHAREHOLDER:

(Corp. Seal)

Attest:


Jeffrey C. Sandefur
Secretary

AFBA Financial Services Company

By: 
C. C. Blanton
Lt. General, USAF (Ret.)
Chairman of the Board
Its duly authorized representative

ORIG 941 BNDL 11170

FILED AND RECORDED
EAST BATON ROUGE PARISH, LA.

2000 OCT 26 PM 03:22:11
FTL BK FOLIO

DOUG WELBORN

CLERK OF COURT & RECORDER

CERTIFIED TRUE COPY
BY 
DEPUTY CLERK & RECORDER