

1/1/91

Reviewed and Approved by:

Maurice C Paradis

Maurice C. Paradis, Director/Insurance Commissioner
Department of Business Regulation

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
CELTIC LIFE INSURANCE COMPANY

Pursuant to the provisions of Section 7-1.1-56 of the General Laws, 1956, as amended, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is Celtic Life Insurance Company.

SECOND: The Amendment adopted by the corporation is:

"Sec. 14. The duration of the corporation shall terminate upon the effectiveness of the corporation's Articles of Reorganization as filed in the State of Illinois."

THIRD: The date of the adoption of the amendment by the board of directors is as of October 26, 1990.

FOURTH: The number of shares of common stock outstanding is 250,000; the number of shares of common stock entitled to vote thereon is 250,000.

FIFTH: The number of shares voted for such amendment was 250,000 and the number of shares voted against such amendment was none.

Rec'd & Filed MAY 28 1991

SIXTH: The number of shares of each class entitled to vote thereon as a class voted for and against such amendment, respectively, was:

<u>Class</u>	<u>Number of Shares Voted</u>	
	<u>For</u>	<u>Against</u>
\$10 Par Common	250,000	None

SEVENTH: The manner, if not set forth in such amendment, in which an exchange, reclassification or cancellation of issued shares provided for in the amendment shall be effected, is as follows:

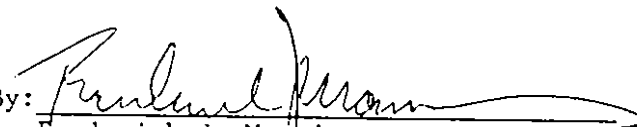
No change.


EIGHTH: The manner in which such amendment effects a change in the amount of stated capital, and the amount of stated capital as changed by such amendment, are as follows:

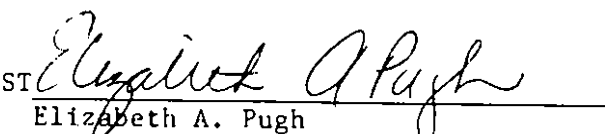
No change.

Dated: 11 day of Dec, 1990

CELTIC LIFE INSURANCE COMPANY

By: 
Frederick J. Manning
Chairman and Chief Executive Officer

By: 
Thomas L. Gahlon
Senior Vice President

ATTEST 
Elizabeth A. Pugh
Assistant Secretary