

Filing fee: \$150.00
License fee: \$15.00 minimum
(Section 7-1.1-124)

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE
CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RI 02903

Corp. I.D. #

93033

APPLICATION FOR
CERTIFICATE OF AUTHORITY
OF

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

FIRST: The name of the corporation is Ameritas Investment Corp.

SECOND: The name which it elects to use in Rhode Island is Na

(If the name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Rhode Island;)

THIRD: It is incorporated under the laws of Nebraska

FOURTH: The date of its incorporation is 12/29/83 and the period of its duration is Perpetual

FIFTH: The address of its principal office in the state or country under the laws of which it is incorporated is 5900 "O" Street, Lincoln, NE 68510

SIXTH: The address of its proposed registered office in Rhode Island is 123 Dyer Street, Providence, R. I. 02903 and the name of its proposed registered agent in Rhode Island at that address is C T CORPORATION SYSTEM

C T CORPORATION SYSTEM

Signature

SEVENTH: The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are

The sale of Life Insurance and Variable Contracts.

FILED

JAN 06 1997
BY 177360

*See attached Exhibit "A"

EIGHTH: The names and respective addresses of its directors and officers are:

<u>Name</u>	<u>Office</u>	<u>Address</u>
	Director	
	Director	
	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

NINTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
500,000	Common	Na	\$.10

TENTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
209,900	Common	NA	.10c

ELEVENTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 00.00

TWELFTH: An estimate of the value of its property to be located within Rhode Island during such year is \$ 00.00

THIRTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$ 50,000,000.00

FOURTEENTH: An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during such year is \$ 100,000.00

FIFTEENTH: This Application is accompanied by a copy of its articles of incorporation and all amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated November 21, 1996

Ameritas Investment Corp.
(Exact Corporate Name of Corporation Making Application)

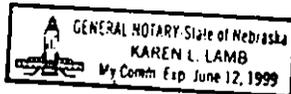
By [Signature]
Its President
and [Signature]
Its Secretary

STATE OF Nebraska }
COUNTY OF Lancaster } Sc.

At Lincoln, Nebraska in said County on the _____ day
of November 1996, before me personally appeared William R. Giovanni
& Norman Krivosha, who being by me first duly sworn, declared that
~~he is~~ ^{they are} the President and Secretary of Ameritas Investment Corp.,
that ~~he~~ ^{they} signed the foregoing document as such President & Secretary of the
corporation, and that the statements therein contained are true.

[Signature]
Notary Public

(NOTARIAL SEAL)



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
OFFICE OF THE SECRETARY OF STATE
CERTIFICATE OF AUTHORITY
OF

I, _____ Secretary of State of the
State of Rhode Island hereby certify that duplicate originals of an Application of
_____ for a Certificate of Authority to transact business in this State, duly signed and verified
pursuant to the provisions of Chapter 7-1.1 of the General Laws, 1956, as amended, have
been received in this office and are found to conform to law, and that the foregoing is a
duplicate original of the Application for such Certificate.

Witness my hand and the seal of the State
of Rhode Island this _____ day of
19 _____

Secretary of State

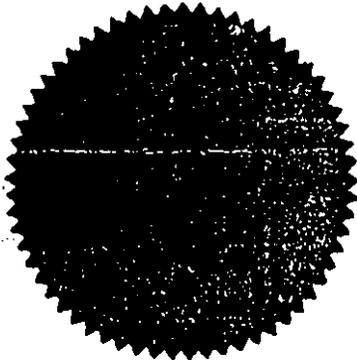


Exhibit "A"

AMERITAS INVESTMENT CORP.

Board of Directors

Lawrence J. Arth Chairman
SS# 506-54-0582
D T Doan
SS# 485-38-1271
William Giovanni
SS# 487-58-4650
Thomas Godlasky
SS# 178-48-1903
Kenneth C. Louis
SS# 203-28-5027
Michael Sproule
SS# 126-52-3265

5900 "O" Street, Lincoln, NE 68510
611 Fifth Ave., Des Moines, IA 50306
The Ameritas Bldg., 4th Flr, 5900 "O" St., Lincoln, NE 68510
611 Fifth Ave., Des Moines, IA 50306
5900 "O" Street, Lincoln, NE 68510
611 Fifth Ave., Des Moines, IA 50306

Key Officers

Lawrence Arth Chrm of Board
SS# 506-54-0582
Thomas C. Bittner VP Mktg. & Admin.
SS# 159-38-8062
D T Doan Sr. V. P.
SS# 485-38-1271
Dean Eden Ass't. VP Training
SS# 506-64-8617
Alan R. Eveland VP/Public Finance
SS# 505-72-9242
William R. Giovanni President & CEO
SS# 487-58-4650
Jon C. Hoadrick Treasurer
SS# 507-48-7851
Kenneth R. Jones VP Corp. Compliance
& Assistant Secretary
SS# 506-42-6531
Norman Krivosha Secretary/Gen. Counsel
SS# 380-30-7848
Kenneth C. Louis Sr. Vice President
SS# 203-28-5027
Janell Winsor VP Ret. Sls. Manager
SS# 507-56-4823

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5900 "O" Street, Lincoln, NE 68510
The Ameritas Bldg., 4 Flr., 5900 "O" St., Lincoln, NE 68510

Robert W. Morrow Vice President - Insurance
SS# 508-58-5630 5900 "O" Street, Lincoln, NE 68510

STATE OF

NEBRASKA



United States of America, }
State of Nebraska } ss.

Department of State
Lincoln, Nebraska

I, Scott Moore, Secretary of State of the State of Nebraska do hereby certify;

AMERITAS INVESTMENT CORP

was duly incorporated under the laws of this state on December 29, 1983, and do further certify that no occupation taxes assessed are unpaid and no annual reports are delinquent; articles of dissolution have not been filed; and said corporation is in existence as of the date of this certificate.

In Testimony Whereof,

I have hereunto set my hand and affixed the Great Seal of the State of Nebraska on December 27 in the year of our Lord, one thousand nine hundred and ninety-six.



SECRETARY OF STATE