

State of Idaho

Office of the Secretary of State

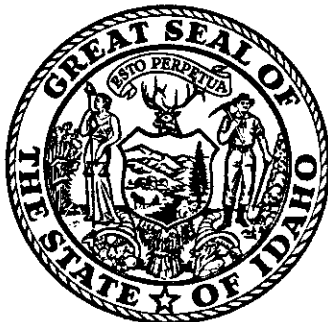
**CERTIFICATE OF AUTHORITY
OF
SBHU LIFE AGENCY OF OKLAHOMA, INC.**

File Number C 179883

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: August 27, 2008



Ben Yursa
SECRETARY OF STATE

By *Sheryl Dahne*



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

2008 AUG 27 PM 3: 25

The undersigned Corporation applies for a Certificate of Authority and states as follows: **SECRETARY OF STATE
STATE OF IDAHO**

1. The name of the corporation is:
SBHU Life Agency of Oklahoma, Inc.
2. The name which it shall use in Idaho is: SBHU Life Agency of Oklahoma, Inc.
3. It is incorporated under the laws of: Oklahoma
4. Its date of incorporation is: December 18, 1978
5. The address of its principal office is:
388 Greenwich Street, New York, NY 10013
6. The address to which correspondence should be addressed, if different from Item 5, is:
c/o Rachel Stine, 388 Greenwich Street, New York, NY 10013; 17th Fl.
7. The street address of its registered office in Idaho is: 1401 Shoreline Drive, Suite 2, Boise, ID 83702
and its registered agent in Idaho at that address is: Corporation Service Company
8. The names and respective business addresses of its directors and officers are:

Name	Title	Business Address
<u>Please see attached</u>		

Dated: August 1, 2008.

Signature: Rachel Stine

Typed Name: Rachel Stine

Capacity: Assistant Secretary

[The signer must be a director or an officer of the corporation.]

Customer Acct # :

(if using pre-paid account)

Secretary of State use only

IDAHO SECRETARY OF STATE
08/27/2008 05:00
CK: NONE CT: 1157 BH: 1133393
1 @ 20.00 = 20.00 EXPEDITE C # 3
1 @ 100.00 = 100.00 AUTH PRO # 2

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Revised 11/2005

C179883

SBHU Life Agency Of Oklahoma, Inc.

Directors:

Joseph D'Agostino - 787 - 7TH AVENUE, New York, NY 10019
Lyndon Keyes - 787 - 7TH AVENUE, New York, NY 10019
Stephen T. Marynowski - 787 - 7TH AVENUE, New York, NY 10019

Officers:

Stephen T. Marynowski	President - 787 - 7TH AVENUE, New York, NY 10019
Stephen W. Enoch	Vice President - 700 RED BROOK BLVD, Owings Mills, MD 21117
Lyndon Keyes	Vice President - 787 - 7TH AVENUE, New York, NY 10019
Catherine A. Talbott	Vice President - 700 RED BROOK BLVD, Owings Mills, MD 21117
Stephanie Burgess	Vice President - 787 - 7TH AVENUE, New York, NY 10019
Patricia M. Landau	Vice President - 787 - 7TH AVENUE, New York, NY 10019
Rochelle Silverstrom	Vice President - 787 - 7TH AVENUE, New York, NY 10019
Richard Sweeney	Vice President - 787 - 7TH AVENUE, New York, NY 10019
John Trohan	Treasurer - 388 Greenwich Street, New York, NY 10013
Michael E. Marciniak	Secretary - 100 N. TAMPA STREET, Tampa, FL 33602
Rachel Stine	Assistant Secretary - 388 Greenwich Street, New York, NY 10013
Lisa Hoffman	Assistant Secretary - 3800 CITIBANK CENTER, Tampa, FL 33610
Keith Anzel	Assistant Treasurer - 388 Greenwich Street, New York, NY 10013
Paul Polivy	Assistant Treasurer - 388 Greenwich Street, New York, NY 10013
Jack Burns	Assistant Treasurer - 388 Greenwich Street, New York, NY 10013

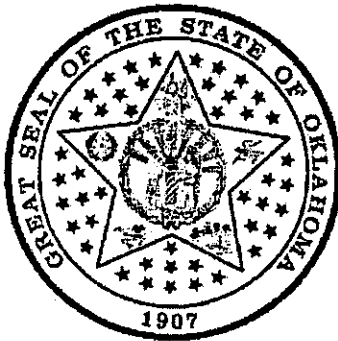
OFFICE OF THE SECRETARY OF STATE



**CERTIFICATE OF GOOD STANDING
DOMESTIC FOR PROFIT BUSINESS CORPORATION**

I, THE UNDERSIGNED, Secretary of State of the State of Oklahoma, do hereby certify that I am, by the laws of said state, the custodian of the records of the state of Oklahoma relating to the right of certain business entities to transact business in this state and am the proper officer to execute this certificate.

I FURTHER CERTIFY that SBHU LIFE AGENCY OF OKLAHOMA, INC. whose registered agent is FREDERIC DORWART with its registered office at 10 E 3 #700 TULSA 74103 USA Oklahoma is a Domestic For Profit Business Corporation duly organized and existing under and by virtue of the laws of the state of Oklahoma and is in good standing according to the records of this office. This certificate is not to be construed as an endorsement, recommendation or notice of approval of the entity's financial condition or business activities and practices. Such information is not available from this office.



IN TESTIMONY WHEREOF, I hereunto set my hand and affixed the Great Seal of the State of Oklahoma, done at the City of Oklahoma City, this 25th day of August, 2008.

M. Susan Savage

Secretary Of State