

08-30-2000



ORNEY DOCKET NO: AGL B-447

TRADEMARK

101446917

VER SHEET

S. J. W.

To the Honorable Commissioner of Patents and Trademarks:

Please record the attached original document or copy thereof.

Name of conveying party(ies):

American General Life and Accident Insurance Company



- Individual(s)
- General Partnership
- Corporation-State TN
- Association
- Limited Partnership
- Other _____

Additional name(s) of conveying parties attached?

Yes No

Nature of conveyance:

- Assignment Merger
- Security Agreement
- Other Change of Company Name
- Execution Date: Aug 23, 1984

Name and address of receiving party(ies):

American General Life and Accident Insurance Company

2750 American General Center

City Nashville

State TN Zip Code 37250

- Individual(s) - Citizenship _____
- Association
- General Partnership
- Limited Partnership
- Corporation-State Tennessee
- Other _____

If assignee is not domiciled in the United states, a domestic representative designation is attached:

Yes No

(Designation must be a separate document from Assignment)

Additional names(s) & address(es) attached?

Yes No

Total number of applications and registrations involved: 1

- A. Trademark Application No.(s)
- B. Trademark registration No.(s)
U.S. Trademark Registration No. 692,561

Additional numbers attached? Yes No

08/29/2000 MTHA11
01 FC:481

00000259 692561

40.00 DP

TRADEMARK
REEL: 002127 FRAME: 0377

Name and address of party to whom correspondence concerning document should be mailed:

Name: L. Lawton Rogers, III

Address: ROGERS & KILLEEN
510 King Street
Suite 400
Alexandria, VA 22314

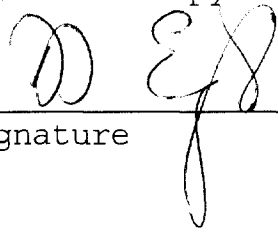
The Commissioner is hereby authorized to charge payment of any additional fees associated with this communication or credit any overpayment to Deposit Account No. 18-1835. A duplicate of this sheet is enclosed.

Total fee (37 C.F.R. 3.41): \$ 40.00

Enclosed

Authorized to be charged to deposit account

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.



Signature



Date

SECRETARY

1984 DEC -3 11 0 58

ARTICLES OF AMENDMENT TO THE RESTATED CHARTER

of

THE NATIONAL LIFE AND ACCIDENT INSURANCE COMPANY

Pursuant to the provisions of Section 48.303 of the Tennessee General Corporation Act, the undersigned corporation adopts the following articles of amendment to its Restated Charter:

1. The name of the corporation is The National Life and Accident Insurance Company.

2. The amendment adopted is (Part 1: 1.) The name of the Corporation is American General Life and Accident Insurance Company.

3. The amendment was duly adopted by the unanimous written consent of the shareholders on August 21, 1984.

4. If a corporation for profit, the manner, if not set forth in such amendment, in which any exchange, reclassification or cancellation of issued shares provided for in the amendment shall be effected is as follows: Not applicable

5. The amendment is not to be effective when these articles are filed by the Secretary of State, but it will be effective January 1, 1985.

Dated August 23, 1984. [To be filed with Secretary of State of Tennessee not earlier than thirty (30) days prior to its effective date in accordance with T.C.A. §48-303.]

THE NATIONAL LIFE AND ACCIDENT INSURANCE COMPANY

By: *Carroll D. Shanks*
Carroll D. Shanks, President

RBH3045

APPROVED
This 4th day of Sept 1984
John [Signature]

The Commissioner of Insurance
STATE OF TENNESSEE
By *Paul [Signature]*
Paul [Signature]
1984

WRITTEN CONSENT OF SHAREHOLDERS
AGC Life Insurance Company
to
The National Life and Accident Insurance Company

WHEREAS, the Board of Directors of The National Life and Accident Insurance Company ("National Life"), a Tennessee corporation, has recommended (by resolutions duly adopted at a meeting held August 21, 1984) that the name of the corporation be changed effective January 1, 1985 to American General Life and Accident Insurance Company; and

WHEREAS, pursuant to Tennessee law it is necessary to amend the Restated Charter of National Life in order to accomplish such name change; and

WHEREAS, pursuant to Tennessee law approval is required of the shareholders in order to amend National Life's Restated Charter; and

WHEREAS, AGC Life Insurance Company owns all of the 15,120,777 shares of common stock issued and outstanding of National Life, and desires to consent to said name change and amendment of National Life Restated Charter.

NOW, THEREFORE, AGC Life Insurance Company, as sole shareholder of The National Life and Accident Insurance Company, hereby provides its written consent to the resolution attached hereto and that the Restated Charter of The National Life and Accident Insurance Company to be amended so as to change its name to American General Life and Accident Insurance Company on January 1, 1985.

This the 21st day of August, 1984.

AGC Life Insurance Company

By: 
President

By: 
Secretary

RBH/cd

C E R T I F I C A T E

I, RICHARD B. HART, do hereby certify that I am Secretary of AGC Life Insurance Company, a Missouri corporation, and that the following is a true and correct copy of certain resolutions adopted by the Board of Directors of The National Life and Accident Insurance Company at a meeting thereof held August 20, 1984, at which a quorum was present and acting throughout, and that said resolutions are now in full force and effect and binding upon said Company:

RESOLVED, that, in the judgment of the Board of Directors of The National Life and Accident Insurance Company, it is deemed advisable to amend the RESTATED CHARTER so as to change the name of the corporation from The National Life and Accident Insurance Company, its present name, to American General Life and Accident Insurance Company, and to that end Part I 1. of the RESTATED CHARTER be changed on January 1, 1985 to read as follows:

1. The name of the corporation is American General Life and Accident Insurance Company

FURTHER RESOLVED, that it is hereby directed that the foregoing resolution be submitted to a vote of the corporation's shareholders pursuant to and in accordance with section 48-302 (or without a meeting pursuant to section 48-1402) of the Tennessee General Corporation Act; and

FURTHER RESOLVED, that in the event the corporation's shareholders approve said amendment and name change, the proper officers of the corporation are hereby authorized and directed to take such action, including but not limited to, filing Articles of Amendment to the Restated Charter, changing the corporation's seal, By-Laws, banking resolutions and accounts, providing such notices, paying such fees, and doing all other things necessary and appropriate to effect said name change.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the the corporate seal of AGC Life Insurance Company, this 22nd day of August, 1984.

(CORPORATE SEAL)


Richard B. Hart

TRADEMARK

REEL: 002127 FRAME: 0381

Secretary of State

Corporations Section

**James K. Polk Building, Suite 1800
Nashville, Tennessee 37243-0306**

ISSUANCE DATE: 05/07/1999
REQUEST NUMBER: 99127110

CHARTER/QUALIFICATION DATE: 02/28/1900
STATUS: ACTIVE
CORPORATE EXPIRATION DATE: PERPETUAL
CONTROL NUMBER: 0022468
JURISDICTION: TENNESSEE

TO:
AMERICAN GENERAL LIFE AND ACCIDENT
ATTN: PEGGY T. SIMPSON
AMERICAN GENERAL CTR
NASHVILLE, TN 37250

REQUESTED BY:
AMERICAN GENERAL LIFE AND ACCIDENT
ATTN: PEGGY T. SIMPSON
AMERICAN GENERAL CTR
NASHVILLE, TN 37250

RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT

"AMERICAN GENERAL LIFE AND ACCIDENT INSURANCE COMPANY"

WAS INCORPORATED OR QUALIFIED TO DO BUSINESS IN THE STATE OF TENNESSEE ON THE ABOVE DATE, AND THAT THE ATTACHED DOCUMENT(S) WAS/WERE FILED IN OFFICE ON THE DATE(S) AS BELOW INDICATED:

REFERENCE NUMBER	DATE FILED	FILING TYPE	FILING ACTION									
			NAM	DUR	STK	PRN	OFC	AGT	INC	MAL	FYC	
509 00797	12/03/1984	AMEND-CHARTER				X						

OR: REQUEST FOR COPIES

ON DATE: 05/07/99

FEEs

FROM:
AMERICAN GENERAL LIFE AND ACCIDENT INS C
AMERICAN GENERAL CTR

RECEIVED, \$100.00 \$0.00
TOTAL PAYMENT RECEIVED: \$100.00

NASHVILLE, TN 37250-0000

RECEIPT NUMBER: 00002494868
ACCOUNT NUMBER: 00275966



RILEY C. DARNELL
SECRETARY OF STATE