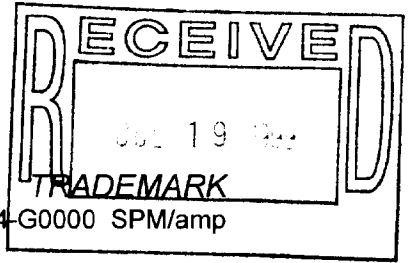


07-21-1999



101095756



7-19-99

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Assignor	XEROX FINANCIAL SERVICES LIFE INSURANCE COMPANY
Reg./Ser. Nos.	1960247; 1773829; 1487789; 1470039
Service Marks	COVA; STRATEGY; ACCOUNT FORKEEPS; ACCOUNT FORLIVING

Box Assignment
Assistant Commissioner for Patents
Washington, DC 20231

Assignment Recordation Form Cover Sheet

Dear Sir:

Please record the attached original document.

1. Name of conveying party. XEROX FINANCIAL SERVICES LIFE INSURANCE COMPANY
2. Name and Address of Receiving Party. COVA FINANCIAL SERVICES LIFE INSURANCE COMPANY, A Missouri domestic insurance corporation, One Tower Lane, Suite 3000, Oakbrook Terrace, Illinois 60181.
3. Nature of Conveyance: Change of Name. Execution Date: June 2, 1995.

Mailing Certificate: I hereby certify that this correspondence is today being deposited with the U.S. Postal Service as *First Class Mail* in an envelope addressed to: Box Assignment, Commissioner for Patents and Trademarks; Washington, DC 20231.

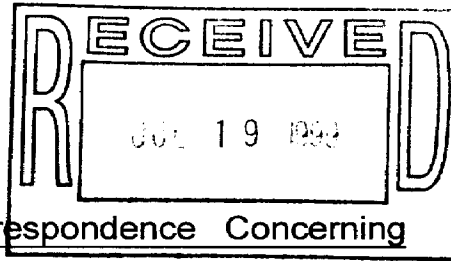
Date: July 15, 1999

Name: Stephen D. McNamara

07/21/1999 DNGUYEN 00000075 1960247

01 FC:481
02 FC:482

40.00 OP
75.00 OP



4. Name and Address of Party to Whom Correspondence Concerning Document should be mailed.

Stephen P. McNamara, Registration No. 32,745
Attorney for Applicant
ST. ONGE STEWARD JOHNSTON & REENS LLC
986 Bedford Street
Stamford, CT 06905-5619
203 324-6155

5. Registration Numbers: 1960247; 1773829; 1487789; 1470039.
6. Total Number of Applications/Registrations Involved: 4.
7. Total Fee (37 CFR 3.41). \$115.00 due.
8. Authorization to Charge Deposit Account. The Commissioner is hereby authorized to charge any additional fees due by this paper and during the entire pendency of this Application to Account No. 19-4516.
9. Statement and Signature. Total number of pages including cover sheet, attachments and document are 7. To the best of my knowledge and belief, the foregoing information is true and correct.

Respectfully submitted,

A handwritten signature in black ink, appearing to be "Stephen P. McNamara", written over a horizontal line.

Stephen P. McNamara, Registration No. 32,745
Attorneys for Applicant
ST. ONGE STEWARD JOHNSTON & REENS LLC
986 Bedford Street
Stamford, CT 06905-5619
203 324-6155

STATE OF MISSOURI



Rebecca McDowell Cook
Secretary of State

CORPORATION DIVISION

CERTIFICATE OF CORPORATE RECORDS

COVA FINANCIAL SERVICES LIFE INSURANCE COMPANY

I, REBECCA MCDOWELL COOK, SECRETARY OF STATE OF THE STATE OF MISSOURI AND KEEPER OF THE GREAT SEAL THEREOF, DO HEREBY CERTIFY THAT THE ANNEXED PAGES CONTAIN A FULL, TRUE AND COMPLETE COPY OF THE ORIGINAL DOCUMENTS ON FILE AND OF RECORD IN THIS OFFICE.

IN TESTIMONY WHEREOF, I HAVE SET MY HAND AND IMPRINTED THE GREAT SEAL OF THE STATE OF MISSOURI, ON THIS, THE 8TH DAY OF JULY, 1999.

Rebecca McDowell Cook
Secretary of State



STATE OF MISSOURI



Rebecca McDowell Cook
Secretary of State

CORPORATION DIVISION
CERTIFICATE OF AMENDMENT

I, REBECCA MCDOWELL COOK, SECRETARY OF STATE OF THE STATE OF MISSOURI, DO HEREBY CERTIFY THAT

COVA FINANCIAL SERVICES LIFE INSURANCE COMPANY

FORMERLY,

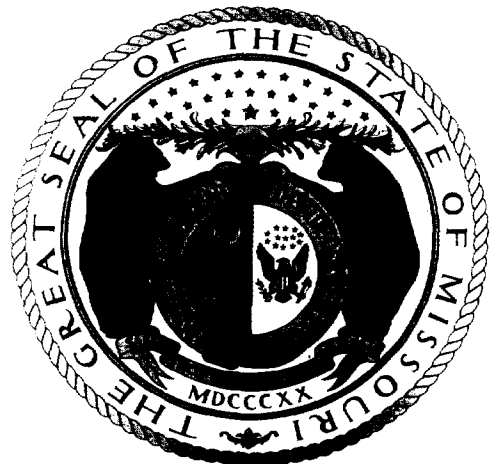
XEROX FINANCIAL SERVICES LIFE INSURANCE COMPANY

A CORPORATION ORGANIZED UNDER THE LAWS OF MISSOURI, HAS DELIVERED TO ME AND THAT I HAVE FILED ITS CERTIFICATE OF AMENDMENT OF ITS ARTICLES OF INCORPORATION; THAT SAID CORPORATION HAS IN ALL RESPECTS COMPLIED WITH THE REQUIREMENTS OF LAW GOVERNING THE AMENDMENT OF ARTICLES OF INCORPORATION AND THAT SAID ARTICLES ARE AMENDED IN ACCORDANCE THEREWITH.

IN TESTIMONY WHEREOF, I HAVE SET MY HAND AND IMPRINTED THE GREAT SEAL OF THE STATE OF MISSOURI, ON THIS, THE 22ND DAY OF JUNE, 1995.

Rebecca McDowell Cook

Secretary of State



\$25.00

RECEIVED

JUN 15 1995

DIVISION
FINANCIAL REGISTRATION

CERTIFICATE OF AMENDMENT OF ARTICLES
(to be executed in triplicate)

We, the undersigned president or vice president and secretary or assistant secretary, on our oaths swear and certify to the truth of the following statements:

(1) NAME OF THE INSURANCE COMPANY, Cova Financial Services Life Insurance Company
IF THE NAME OF THE INSURANCE COMPANY CHANGED AS A RESULT OF THIS AMENDMENT, THE
NAME OF THE INSURANCE COMPANY IMMEDIATELY BEFORE THIS AMENDMENT WAS _____
Xerox Financial Services Life Insurance Company

(2) THE DATE OF THE ADOPTION OF THE AMENDMENT BY THE SHAREHOLDERS, MEMBERS OR
OTHER GROUP OF PERSONS ENTITLED TO VOTE ON THE AMENDMENT: June 1, 1995

(3) THE AMENDMENT ADOPTED (attach additional pages if necessary): _____
PLEASE SEE EXHIBIT A ATTACHED HERETO AND INCORPORATED HEREIN.

FILED AND CERTIFICATE
ISSUED
JUN 22 1995

Rebecca McDowell Cook
SECRETARY OF STATE

(4) THE NUMBER OF SHARES, MEMBERS, OR OTHER GROUP OF PERSONS ENTITLED TO VOTE,
OR IF A MUTUAL, THE NUMBER OF THE MEMBERS PRESENT EITHER IN PERSON OR BY PROXY
ENTITLED TO VOTE: 2,899,446 shares of Common Stock

(5) THE NUMBER OF SHARES, MEMBERS OR OTHER GROUP OF PERSONS THAT VOTED FOR AND
AGAINST SAID AMENDMENT RESPECTIVELY: For: 2,899,446 Against: 0

(6) IF THE AMENDMENT EFFECTS A CHANGE IN THE NUMBER OR PAR VALUE OF AUTHORIZED
SHARES, THEN A STATEMENT SHOWING THE NUMBER OF SHARES AND PAR VALUE THEREOF
PREVIOUSLY AUTHORIZED: N/A

William T. Mann
President or Vice President

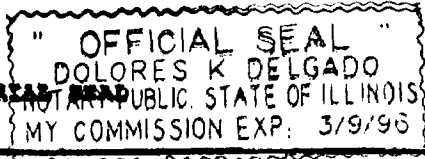
PLACE CORPORATE SEAL HERE
(If no corporate seal, state "none".)

Jeffery Z. Hoebel
Secretary or Assistant Secretary

State of Illinois

County of St. Clair

Subscribed and sworn to before me this 22nd day of June, 1995.



Dolores K. Delgado
NOTARY PUBLIC
My Commission expires 3-9-96

CERTIFICATE OF AMENDMENT OF THE DIRECTOR OF INSURANCE
(This certificate may be filled out only by the Director of Insurance)

I certify that I have examined the above Certificate of Amendment of Articles as
executed by the insurance company and find that it conforms to law, that the
proceedings were regular, that the condition and the assets of the company
justify the amendment, and that the same will not be prejudicial to the
interests of the policyholders, all as provided by law.

So Certified, signed, and Official Seal Affixed on this date: 6-22-95

Jay McGoff
JAY MCGOFF
Director of Insurance
State of Missouri

**CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION OF
COVA FINANCIAL SERVICES LIFE INSURANCE COMPANY,
FORMERLY KNOWN AS
XEROX FINANCIAL SERVICES LIFE INSURANCE COMPANY**

1. Article I is amended to read in its entirety as follows:

The name of this corporation is Cova Financial Services Life Insurance Company.

2. Article II is amended to read in its entirety as follows:

The principal office of the Corporation shall be located in St. Louis, Missouri and the Administrative Office of the Corporation shall be located in Oakbrook Terrace, Illinois.