

7-10-00

08-01-2000

To the Honorable Commissioner of



shered original documents or copy thereof.

101419721

1. Name of conveying party(ies):  
Preferred Abstainers Insurance Company

Individual(s)                       Association  
 General Partnership               Limited Partnership  
 Corporation-State of Iowa  
Other \_\_\_\_\_

Additional name(s) of conveying party(ies) attached?  Yes  No

2. Name and address of receiving party(ies)  
Name: : Guidant Abstainers Insurance Company  
Internal Address: \_\_\_\_\_  
Street Address: 1111 Ashworth Road  
City West Des Moines State: IA Zip: 50265-3538

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State of Iowa  
 Other \_\_\_\_\_

3. Nature of conveyance:

Assignment                               Merger  
 Security Agreement                       Change of Name  
 Other \_\_\_\_\_

Execution Date: October 27, 1997

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
(Designations must be a separate document form Assignment  
Additional name(s) & address(es) attached?  Yes  No

4. Application number(s) or registration number(s):  
A. Trademark Application No.(s)  
\_\_\_\_\_

B. Trademark Registration No.(s)  
1,642,986

Additional numbers attached?  Yes  No

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

Name: Edmund J. Sease  
Internal Address: \_\_\_\_\_  
\_\_\_\_\_

Street Address: 801 Grand Avenue, Suite 3200  
\_\_\_\_\_

City: Des Moines State: IA Zip: 50309

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00  
 Enclosed [Please charge any underpayment or credit any overpayment to Deposit Account #26-0084]  
 Authorized to be charged to deposit account

8. Deposit account number:  
\_\_\_\_\_

(Attach duplicate copy of this page if paying by deposit account)

08/01/2000 DNGUYEN 00000022 1642986

01 FC:481 40.00 DP DO NOT USE THIS SPACE

9. Statement and signature.  
*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.*

Edmund J. Sease                                            July 6, 2000  
Name of Person Signing                      Signature                      Date

Total number of pages including cover sheet, attachments, and document: 5

Mail documents to be recorded with required cover sheet information to:  
Commissioner of Patents & Trademarks, Box Assignments  
Washington, D.C. 20231

**AMENDMENT TO THE ARTICLES OF INCORPORATION  
OF PREFERRED ABSTAINERS INSURANCE COMPANY**

RECEIVED  
DEC 1 1997  
SECRETARY OF STATE

**NOTICE OF SPECIAL MEETING OF THE SHAREHOLDERS**

A Special Meeting of the Shareholders of Preferred Abstainers Insurance Company was held at 8:00 a.m., Monday, October 27, 1997 at 1111 Ashworth Road, West Des Moines, Iowa. All shareholders were represented at said meeting and all notice requirements were waived by assent of the shareholders. The following Amendment was adopted by a unanimous vote of members present or represented:

RESOLVED,

That Article I and the first paragraph of Article VIII of Preferred Abstainers Insurance Company be amended in the following respects:

**ARTICLE I**

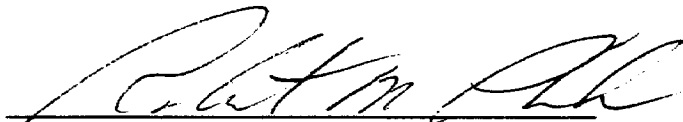
The name of the corporation is Guidant Abstainers Insurance Company.

**ARTICLE VIII**

The annual meeting of the shareholders shall be held on the second Thursday in February of each year at 8:00 a.m., for the purposes of electing directors and for the transaction of such other business as may come before the meeting. If the election of directors shall not be held on the day designated herein for the annual meeting of the shareholders, or at any adjournment thereof, the board of directors shall cause the election to be held at a special meeting of the shareholders as soon thereafter as conveniently may be.

These Amendments shall become effective February 1, 1998.

WHEREFORE, pursuant to the foregoing action of the Special Meeting of said corporation, I, the Chairman of the Board of Directors of said corporation have executed this instrument and do hereby sign and acknowledge the same for and on behalf of the said corporation this 27<sup>th</sup> day of October, 1997.



**CHAIRMAN, BOARD OF DIRECTORS  
PREFERRED ABSTAINERS INSURANCE COMPANY**

ATTEST:



**SECRETARY**

STATE OF IOWA            )  
                                  )  
COUNTY OF POLK        )

SS

BE IT REMEMBERED that on this 27th day of October, 1997, before me, a Notary Public in and for said County and State, personally appeared Robert M. Plunk, who being duly sworn did say that he is the Chairman of the Board of Directors of Preferred Abstainers Insurance Company, West Des Moines, Iowa, and that the foregoing instrument was signed on behalf of said corporation by authority of its members and that he acknowledged said instrument to be the voluntary act and deed of said corporation by them voluntarily executed.

Nancy Bruce  
NOTARY PUBLIC, STATE OF IOWA

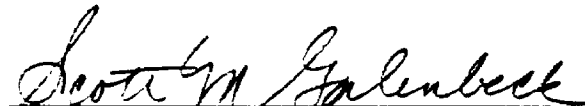


**CERTIFICATE OF APPROVAL  
ATTORNEY GENERAL**

Pursuant to provisions of the Iowa Code, the undersigned approves the Amendment to the Articles of Incorporation (adopted October 27, 1997) for Preferred Abstainers Insurance Company and finds them in conformance with the laws of the United States and with the laws and Constitution of the State of Iowa.

THOMAS J. MILLER  
Attorney General of Iowa

12-1-97  
Date

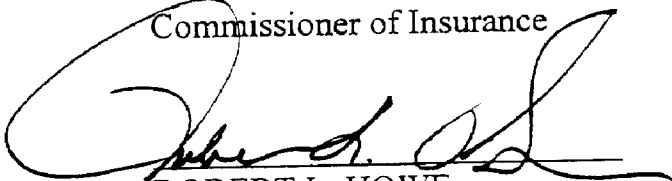
By:   
SCOTT M. GALENBECK  
Assistant Attorney General

**CERTIFICATE OF APPROVAL  
COMMISSIONER OF INSURANCE**

Pursuant to the provisions of the Iowa Code, the undersigned approves the Amendment to the Articles of Incorporation (adopted October 27, 1997) for Preferred Abstainers Insurance Company.

THERESE M. VAUGHAN  
Commissioner of Insurance

12.1.97  
Date

  
By: ROBERT L. HOWE  
Deputy Commissioner of Insurance