

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

American Family Life Assurance Company of Columbus

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

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other Order of Redomestication

Execution Date: December 26, 2001

2. Name and address of receiving party(ies)

Name: American Family Life Assurance internal Company of Columbus Address:

Street Address: 1932 Wynnton Road City: Columbus State: GA Zip: 31999

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Nebraska Other

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

4. Application number(s) or registration number(s):

A. Trademark Application No.(s) 76/307874, 76/307866, 76/307764, 76/855666

B. Trademark Registration No.(s) 2607415, 2582114, 2582108, 2578516, 2561831

Additional number(s) attached Yes No

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

Name: Ginabeth Hutchison

Internal Address: Alston & Bird

Street Address: 1201 W. Peachtree St.

City: Atlanta State: GA Zip: 30309

6. Total number of applications and registrations involved:

28

7. Total fee (37 CFR 3.41): \$ 715.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

16-0605

DO NOT USE THIS SPACE

9. Signature.

Ginabeth Hutchison Name of Person Signing

Signature

9/17/02 Date

Total number of pages including cover sheet, attachments, and document: 6

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

Continuation of Section 4.B.

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STATE OF NEBRASKA DEPARTMENT OF INSURANCE

CERTIFICATION

January 7, 2002

I, L. TIM WAGNER, Director of Insurance of the State of Nebraska, do hereby certify that the attached is a full and correct copy of the

ORDER

IN THE MATTER OF THE

REDOMESTICATION OF

AMERICAN FAMILY LIFE ASSURANCE COMPANY

OF COLUMBUS

FROM GEORGIA TO NEBRASKA

CAUSE NO. C-1271

FILED DECEMBER 26, 2001

Now on file and forming a part of the records of this Department.

I hereto subscribe my name under the seal of my office, at Lincoln, Nebraska.



L. Tim Wagner

DIRECTOR OF INSURANCE

BEFORE THE DEPARTMENT OF INSURANCE
STATE OF NEBRASKA

NEBRASKA DEPARTMENT
OF INSURANCE

DEC 26 2001

IN THE MATTER OF THE)
REDOMESTICATION OF AMERICAN)
FAMILY LIFE ASSURANCE COMPANY)
OF COLUMBUS FROM GEORGIA TO)
NEBRASKA)

FILED
CAUSE NO.: C-1271
ORDER

American Family Life Assurance Company of Columbus ("AFLAC") is a Georgia domestic life insurance company and has applied to the Director of Insurance of the State of Nebraska ("Director") for approval to change its domicile from Georgia to Nebraska. After reviewing the filings, correspondence and all pertinent information provided to the Nebraska Department of Insurance, ("Department"), the Director hereby approves the application and signs, concludes and orders as follows:

FINDINGS OF FACT

1. On December 13, 2001, AFLAC filed an application to redomesticate from Georgia to Nebraska pursuant to Neb.Rev.Stat. §44-161 through §44-164 (redomestication provisions) and the provisions of the Nebraska Business Corporation Act.
2. AFLAC is a Georgia domiciled insurance company. AFLAC first received a certificate of authority to transact the business of insurance in the State of Nebraska on November 22, 1971.
3. AFLAC desires to change its domicile from Georgia to Nebraska and the Board of Directors of AFLAC has determined that it is in the best interest of AFLAC, its shareholder, and its policyholders, to become a domestic company in the State of Nebraska. The redomestication has been approved by AFLAC's shareholder.

4. AFLAC has filed a Plan of Redomestication ("Plan"). Under the Plan, the transfer of AFLAC's domicile from Georgia will be effective December 26, 2001.

5. AFLAC has designated Omaha, Nebraska as its principal place of business.

6. The Board of Directors of AFLAC has approved this transaction and this application and has caused AFLAC to file Restated Articles of Incorporation and Bylaws for AFLAC to effect the transfer of AFLAC's domicile to Nebraska.

7. AFLAC submitted a copy of the Georgia Insurance and Safety Fire Commissioner approval of the redomestication dated December 20, 2001.

8. AFLAC has submitted all documents, information and filings required by Nebraska law and the Department, including the Plan of Redomestication, Restated Articles of Incorporation and Bylaws, and the statutory trust deposit.

CONCLUSIONS OF LAW

1. The State of Nebraska Department of Insurance has jurisdiction over the subject matter and the parties to this transaction.

2. The approval of this Plan, Restated Articles of Incorporation and Bylaws will not, in any manner, impair the rights, remedies or security of existing policyholders and will not render AFLAC's operation hazardous to the public.

3. The Plan, Restated Articles of Incorporation and Bylaws comply with the applicable Nebraska laws and should be approved.

4. After the Redomestication, AFLAC will meet all requirements for holding a Certificate of Authority as a Nebraska domestic life insurer.

5. AFLAC's insurance policies now outstanding are approved as to form and require no change or endorsement as a result of the redomestication. Policy forms presently filed and

approved should be deemed newly filed or refiled and considered approved under Nebraska law.

6. The application complies with all requirements and Nebraska insurance law and it should be approved.


ORDER

IT IS THEREFORE ORDERED that the application of American Family Life Assurance Company of Columbus to transfer its domicile from Georgia to Nebraska is hereby approved. Pursuant to Neb. Rev. Stat. §44-163, all agent appointments, rates and forms shall continue in full force and effect as long as AFLAC remains duly qualified to transact the business of insurance.

The Nebraska Department of Insurance will issue AFLAC a certificate of authority to do the business of insurance as a domestic insurer in the State of Nebraska.

Dated this 26th day of December, 2001.

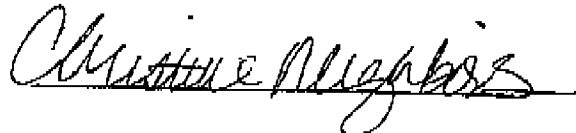
STATE OF NEBRASKA
DEPARTMENT OF INSURANCE



L. TIM WAGNER
Director of Insurance

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing Order was sent to Lawrence F. Harr, Lamson, Dugan & Murray, LLP, 10306 Regency Parkway Drive, Omaha, NE 68114-3743 by United States Mail, postage pre-paid on this 26th day of December, 2001.



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ALSTON & BIRD LLP

One Atlantic Center
1201 West Peachtree Street
Atlanta, Georgia 30309-3424

404-881-7000
Fax: 404-881-7777

TELECOPY PLEASE DELIVER AS SOON AS POSSIBLE

DATE: September 17, 2002

TO: Commissioner of Patents & Trademarks; Box Assignments

FROM: Ginabeth Hutchison

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(Including cover page)

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September 17, 2002

(Via Facsimile)

Commissioner of Patents & Trademarks
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Washington, D.C. 20231

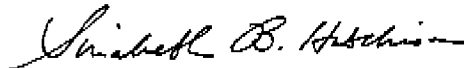
Re: American Family Life Assurance Company of Columbus – Request for Recordation of Redomestication Against Pending Applications and Active Registrations

Dear Sirs:

Attached is the Recordation Form Cover Sheet requesting that the redomestication of American Family Life Assurance Company of Columbus from a Georgia corporation to a Nebraska corporation effective as of December 26, 2001 be recorded against the four pending applications and 24 active registrations listed on the Recordation Form Cover Sheet and its continuation. If you have any questions regarding this request, please do not hesitate to contact me at 404-881-7145.

We appreciate your assistance with this matter.

Sincerely yours,



Ginabeth B. Hutchison

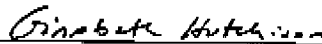
GBH:m

Attachments

- Recordation Form Cover Sheet
- Continuation Page
- Certification of Redomestication
- Order of Redomestication

Certificate of Transmission

I hereby certify that this correspondence is being facsimile transmitted to the United States Patent and Trademark Office on the date shown below.



(Typed or printed name of person signing Certificate)



(Signature)

9/17/02

(Date)

Bank of America Plaza
101 South Tryon Street, Suite 4000
Charlotte, NC 28280-4000
704-444-1000
Fax: 704-444-1111

90 Park Avenue
New York, NY 10016
212-210-9400
Fax: 212-210-9444

3201 Beechleaf Court, Suite 600
Raleigh, NC 27604-1062
919-862-2200
Fax: 919-862-2260

601 Pennsylvania Avenue, N.W.
North Building, 10th Floor
Washington, DC 20004-2601
202-756-3300

TRADEMARK

RECORDED: 09/17/2002

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