

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
GE Life and Annuity Assurance Company		01/01/2006	CORPORATION: VIRGINIA

RECEIVING PARTY DATA

Name:	Genworth Life and Annuity Insurance Company
Street Address:	6610 West Broad Street
City:	Richmond
State/Country:	VIRGINIA
Postal Code:	23230
Entity Type:	CORPORATION: VIRGINIA

PROPERTY NUMBERS Total: 5

Property Type	Number	Word Mark
Registration Number:	2443573	ESTATE OPTIMIZER
Registration Number:	2067148	H HARVEST
Registration Number:	1520117	HARVEST PROTECTOR
Registration Number:	1432229	VSP
Registration Number:	0807657	LIFE OF VIRGINIA

CORRESPONDENCE DATA

Fax Number: (804)344-7999
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: (804) 788-8331
 Email: HWRITM@hunton.com
 Correspondent Name: Stephen P. Demm
 Address Line 1: 951 East Byrd Street
 Address Line 2: Riverfront Plaza, East Tower
 Address Line 4: Richmond, VIRGINIA 23219-4074

CH \$140.00 2443573

ATTORNEY DOCKET NUMBER:	52493.3301
NAME OF SUBMITTER:	Stephen P. Demm
Signature:	/Stephen P. Demm/
Date:	04/20/2006
Total Attachments: 3 source=GLAIC Name Change#page1.tif source=GLAIC Name Change#page2.tif source=GLAIC Name Change#page3.tif	

ARTICLES OF AMENDMENT
of
GE LIFE AND ANNUITY ASSURANCE COMPANY

1. The name of the corporation is GE LIFE AND ANNUITY ASSURANCE COMPANY.
2. The amendment hereby adopted to the Restated Articles of Incorporation by these Articles of Amendment, to be effective on January 1, 2006, is the deletion of the name:

GE LIFE AND ANNUITY ASSURANCE COMPANY

in Section 1 as the name and style of the Company and the substitution, in lieu thereof, of the name:

GENWORTH LIFE AND ANNUITY INSURANCE COMPANY

to be the name and style of the Company henceforth.

3. Effective April 22, 2005, the Board of Directors of GE Life and Annuity Assurance Company found the amendment to be in the best interests of the corporation and directed that it be submitted to the corporation's sole voting shareholder, General Electric Capital Assurance Company, for its approval.
4. Twenty-five thousand six hundred and fifty one (25,651) shares of Common Stock, par value \$1,000 per share, of GE Life and Annuity Assurance Company are issued and outstanding. Effective as of April 25, 2005, the holder thereof, General Electric Capital Assurance Company, unanimously consented in writing to such amendment.

The undersigned declares that the facts herein stated are true as of June 27, 2005.

GE LIFE AND ANNUITY ASSURANCE
COMPANY

By: Ward E. Bobitz
Name: Ward E. Bobitz
Title: Vice President and
Assistant Secretary

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

AT RICHMOND, DECEMBER 19, 2005

The State Corporation Commission has found the accompanying articles submitted on behalf of

GENWORTH LIFE AND ANNUITY INSURANCE COMPANY (formerly GE
LIFE AND ANNUITY ASSURANCE COMPANY)

to comply with the requirements of law, and confirms payment of all required fees. Therefore, it
is ORDERED that this

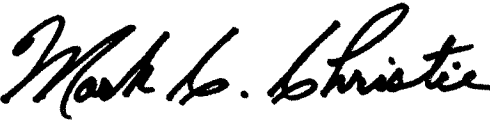
CERTIFICATE OF AMENDMENT

be issued and admitted to record with the articles of amendment in the Office of the Clerk of the
Commission, effective January 1, 2006.

The corporation is granted the authority conferred on it by law in accordance with the articles,
subject to the conditions and restrictions imposed by law.

STATE CORPORATION COMMISSION

By



Commissioner

05-12-15-0603
AMENACPT
CIS0317

TRADEMARK
REEL: 003293 FRAME: 0331

Commonwealth OF Virginia

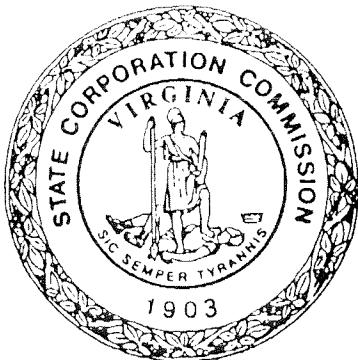


State Corporation Commission

I Certify the Following from the Records of the Commission:

The foregoing is a true copy of the articles of amendment filed in this office by GENWORTH LIFE AND ANNUITY INSURANCE COMPANY on December 19, 2005, effective as of January 1, 2006.

Nothing more is hereby certified.



*Signed and Sealed at Richmond on this Date:
December 19, 2005*

Joel H. Peck

Joel H. Peck, Clerk of the Commission