

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	01/01/2007

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Security Financial Life Insurance Co.		04/27/2006	Domestic Stock Insurer: NEBRASKA

RECEIVING PARTY DATA

Name:	Assurity Life Insurance Company
Street Address:	4000 Pine Lake Road
City:	Lincoln
State/Country:	NEBRASKA
Postal Code:	68516
Entity Type:	Domestic Stock Insurer: NEBRASKA

PROPERTY NUMBERS Total: 5

Property Type	Number	Word Mark
Serial Number:	78735209	SECURETRAC SELECT
Serial Number:	78735233	SECURETRAC PREMIER
Serial Number:	77052866	ASCENTIAL
Serial Number:	76515251	DEDICATED TO YOUR SECURITY SINCE 1895
Serial Number:	76374196	ASCENTIAL LIFE

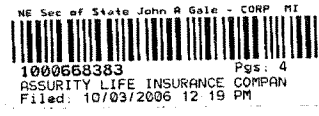
CORRESPONDENCE DATA

Fax Number: (402)344-0588
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
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 Email: msullivan@bairdholm.com
 Correspondent Name: Michael L. Sullivan
 Address Line 1: 1500 WOODMEN TOWER
 Address Line 4: OMAHA, NEBRASKA 68102

OP \$140.00 78735209

NAME OF SUBMITTER:	Michael L. Sullivan
Signature:	/Michael L. Sullivan/
Date:	10/16/2007
Total Attachments: 4 source=PDFDOCASSURITY#page1.tif source=PDFDOCASSURITY#page2.tif source=PDFDOCASSURITY#page3.tif source=PDFDOCASSURITY#page4.tif	

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ARTICLES OF MERGER

OF

SECURITY FINANCIAL LIFE INSURANCE CO.
Lincoln, Nebraska

INTO

ASSURITY LIFE INSURANCE COMPANY
Lincoln, Nebraska

Pursuant to Neb. Rev. § 44-224.04 and § 21-20,128, et seq., the following Articles of Merger are declared and filed with the Department of Insurance, State of Nebraska, and the Nebraska Secretary of State:

1. Effective January 1, 2007, **SECURITY FINANCIAL LIFE INSURANCE CO.**, a Nebraska domestic stock insurer, with its registered office in Lincoln, Lancaster County, Nebraska, will be merged into **ASSURITY LIFE INSURANCE COMPANY**, a Nebraska domestic stock insurer, with its registered office in Lincoln, Lancaster County, Nebraska.
2. **ASSURITY LIFE INSURANCE COMPANY** is the surviving corporate entity.
3. A copy of the Contract of Merger is set out as Exhibit "A."
4. On April 27, 2006, the Contract of Merger was authorized and approved by **ASG INC.**, the sole shareholder of **SECURITY FINANCIAL LIFE INSURANCE CO.** and **ASSURITY LIFE INSURANCE COMPANY.**

Dated: April 27, 2006

SECURITY FINANCIAL LIFE INSURANCE CO.,
a Nebraska domestic stock insurer

By: Thomas E. Henning
Thomas E. Henning, President

Dated: April 27, 2006

ASSURITY LIFE INSURANCE COMPANY,
a Nebraska domestic stock insurer

By: Thomas E. Henning
Thomas E. Henning, President

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**SECURITY FINANCIAL LIFE INSURANCE CO.
AND
ASSURITY LIFE INSURANCE COMPANY**

CONTRACT OF MERGER

This Contract of Merger (herein "the Plan"), dated April 27, 2006, made pursuant to Neb. Rev. Stat. § 44-224.04, by and between **SECURITY FINANCIAL LIFE INSURANCE CO.**, a Nebraska domestic stock insurer (herein "SFL"), and **ASSURITY LIFE INSURANCE COMPANY**, a Nebraska domestic stock insurer (herein "Assurity"); SFL and Assurity are jointly referred to herein as "the Participating Companies."

RECITALS:

SFL and Assurity are stock insurer subsidiaries of ASG INC., the Intermediate Holding Company in a mutual insurance holding company structure formed pursuant to the Nebraska Mutual Holding Company Act, Neb. Rev. Stat. § 44-6122 to 44-6142 (herein "the Act").

Assurity Security Group Inc. is the Mutual Insurance Holding Company in the mutual insurance holding company structure.

The Boards of Directors of the Participating Companies have determined that it is in the best interests of the Participating Companies, and that the interests of their policy owners, shareholder and the Members of Assurity Security Group Inc., are properly protected when the Companies are merged, with Assurity being the surviving corporate entity.

By consummating the merger, the Participating Companies will achieve material operational cost savings.

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THE FOLLOWING ARE THE PROVISIONS PURSUANT TO WHICH THE MERGER WILL BE IMPLEMENTED:

1. The merger will be effective January 1, 2007 (herein "the Effective Date").
2. The Participating Companies will be merged into Assurity, which will be the surviving corporate entity and will retain the Certificate of Authority issued by the Department of Insurance, State of Nebraska, and other States to conduct the business of insurance as a stock insurer.
3. The merger will be completed pursuant to Neb. Rev. Stat. § 44-224.04, and the provisions of the Nebraska Business Corporation Act. As required, on or about the Effective Date, Articles of Merger in the form attached hereto as Exhibit "A-1" will be filed with the Nebraska Secretary of State and the Nebraska Department of Insurance.
4. On the Effective Date, Assurity will own and hold all of the assets, rights, franchises and interests of the Participating Companies and assume all of the liabilities of the Participating Companies. The capital accounts of the Participating Companies will become the capital accounts of Assurity and no distribution will be made therefrom to the policy owners or shareholder of the Participating Companies or the Members of Assurity Security Group Inc. on account of the implementation of the Plan.
5. As of the Effective Date, the name of the Intermediate Holding Company will be changed to Security Financial Inc.
6. The Plan will be submitted to the Director of Insurance, State of Nebraska, for his approval as required by Neb. Rev. Stat. § 44-224.04.
7. Following the Effective Date, Assurity will provide a Policy Endorsement, Form No. M-010107 for each outstanding policy of SFL in the form attached hereto as Exhibit "A-2". The terms and benefits of these in-force policies will otherwise remain unchanged.
8. Following the merger, Assurity will maintain the policies and practices applicable to policy dividends in a manner consistent with SFL's historical practices. The merger will not alter, diminish, reduce or otherwise adversely affect policy owners' contract rights. Dividends paid on participating policies, whether issued before or after the merger, will continue to be paid in accordance with terms of such policies, although the amount of such dividends, as has been SFL's historical practice, may vary from year to year.
9. It is intended that the merger shall qualify as a reorganization within the meaning of Section 368 (a) (1) (A) of the Internal Revenue Code of 1986, as amended.
10. The Boards of Directors of the Participating Companies approved the Contract of Merger on April 26 and April 27, 2006.
11. ASG INC., the Intermediate Holding Company in the mutual insurance holding company structure, is the sole shareholder of SFL and Assurity and authorized and approved the Contract of Merger on April 27, 2006.

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12. The Board of Directors of Assurity from and after the Effective Date will be the persons then designated by Security Financial Inc.

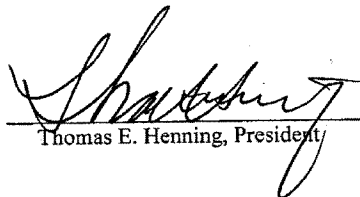
13. The officers of the Participating Companies are authorized and directed to perform all necessary acts and execute all necessary documents to effect the merger on the terms and provisions stated herein.

14. This Plan is governed by the laws of the State of Nebraska.

15. The terms and provisions hereof shall be binding upon and be for the benefit of the successors and assigns of the Participating Companies, ASG INC. and Assurity Security Group Inc., provided, however, neither the Contract of Merger nor any transaction hereunder shall be construed to confer upon any person other than the Participating Companies, their policy owners, shareholder and the Members of Assurity Security Group Inc. any rights or remedies.

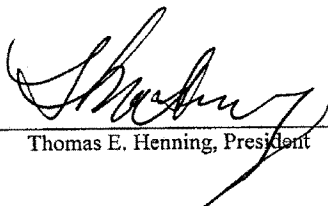
Executed by SFL April 27, 2006.

SECURITY FINANCIAL LIFE INSURANCE CO.,
a Nebraska domestic stock insurer

By: 
Thomas E. Henning, President

Executed by Assurity April 27, 2006.

ASSURITY LIFE INSURANCE COMPANY,
a Nebraska domestic stock insurer

By: 
Thomas E. Henning, President