

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
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SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	10/20/2006		
<b>CONVEYING PARTY DATA</b>			
	<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>
	Hartford Life Group Insurance Company		10/20/2006
			COMPANY: ILLINOIS
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Hartford Life and Accident Insurance Company		
<b>Street Address:</b>	200 Hopmeadow Road		
<b>City:</b>	Simsbury		
<b>State/Country:</b>	CONNECTICUT		
<b>Postal Code:</b>	06089		
<b>Entity Type:</b>	CORPORATION: CONNECTICUT		
<b>PROPERTY NUMBERS Total: 3</b>			
	<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>
	Registration Number:	2660352	ABILITY ASSIST
	Registration Number:	2756887	MEMBERS' PRIVILEGE
	Registration Number:	2618539	BENEFICIARY ASSIST
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(860)757-1347		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	860-547-7913		
<b>Email:</b>	trademark.law@thehartford.com		
<b>Correspondent Name:</b>	Kenna I. Daly, Esq.		
<b>Address Line 1:</b>	One Hartford Plaza		
<b>Address Line 2:</b>	The Hartford Law Dept.-Trademark Unit		
<b>Address Line 4:</b>	Hartford, CONNECTICUT 06155		
<b>ATTORNEY DOCKET NUMBER:</b>	#2		

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**TRADEMARK  
 REEL: 003980 FRAME: 0869**

NAME OF SUBMITTER:	Kenna I. Daly
Signature:	/kenna i daly/
Date:	05/01/2009
<b>Total Attachments: 3</b> source=HLAIC HLGIC Merger Doc#page1.tif source=HLAIC HLGIC Merger Doc#page2.tif source=HLAIC HLGIC Merger Doc#page3.tif	

## CERTIFICATE OF MERGER

OF

HARTFORD LIFE AND ACCIDENT INSURANCE COMPANY, a Connecticut  
Corporation

AND

HARTFORD LIFE GROUP INSURANCE COMPANY, an Illinois Corporation

(Pursuant to Section 33-819 of the Connecticut General Statutes)

1. The name and state of incorporation of each of the merging corporations are:
  - (a) Hartford Life and Accident Insurance Company, a Connecticut corporation (hereinafter referred to as "Accident" or the "Surviving Corporation"); and
  - (b) Hartford Life Group Insurance Company, an Illinois corporation (hereinafter referred to as "HLGIC" or the "Terminating Corporation").
2. The merger of HLGIC with and into Accident is permitted by the Illinois Insurance Code, and the plan and performance of the terms of said merger were duly authorized by all action required by said laws and by HLGIC's Certificate of Incorporation.
3. The Amended and Restated Agreement and Plan of Merger, dated as of October 20, 2006, by and between Accident and HLGIC (the "Agreement and Plan of Merger"), setting forth the terms and conditions of the merger herein certified, has been approved and adopted by the Boards of Directors of Accident and HLGIC, respectively, in accordance with the laws of the States of Connecticut and Illinois, respectively. A copy of the Agreement and Plan of Merger is annexed hereto as Exhibit A.
4. Pursuant to the provisions of Section 33-817 of the Connecticut General Statutes, approval of the Agreement and Plan of Merger by the shareholders of Accident is not required.
5. Pursuant to Section 215-5/159 of the Illinois Insurance Code, the sole shareholder of HLGIC (which such shareholder is Accident) approved the Agreement and Plan of Merger.
6. The terms and conditions of the Agreement and Plan of Merger are that:
  - (a) HLGIC shall be merged with and into Accident, whereby Accident shall be the Surviving Corporation. The corporate existence of HLGIC, the Terminating

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Corporation, shall cease to exist upon the Effective Date (as hereinafter defined) of the merger herein certified with Accident.

(b) The name of the Surviving Corporation shall be Hartford Life and Accident Insurance Company.

(c) The Surviving Corporation is a corporation organized and existing under the laws of the State of Connecticut.

(d) The Certificate of Incorporation and Bylaws of Accident, the Surviving Corporation, shall remain in effect at the Effective Date of the merger herein certified, until amended or changed in accordance with the terms thereof and pursuant to the laws of the State of Connecticut.

(e) The merger herein certified shall be effective at 11:59 p.m. eastern time on the last day of the calendar month in which this Certificate of Merger is filed (the "Effective Date").

(f) All issued and outstanding shares of HLGIC Stock are owned by Accident. The HLGIC Stock issued and outstanding immediately prior to the Effective Date in the name of Accident shall, by virtue of the merger and without any action on the part of Accident, be converted into cash, with a total value of \$1.00 for all of the issued and outstanding shares thereof held by it.

(g) All outstanding certificates which, prior to the Effective Date, represented ownership of the shares of HLGIC Stock shall be returned to HLGIC and cancelled.

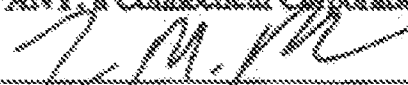
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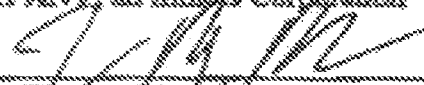
IN WITNESS WHEREOF, the undersigned duly appointed, qualified and acting officers of Accident and HLGIC have subscribed this Certificate of Merger on and as of the date set forth below on behalf of their respective companies and do hereby affirm, under penalties of false statement, that the statements contained herein have been examined and, insofar as they pertain to their respective companies, are true, correct and complete.

Date: October 20, 2006

**HARTFORD LIFE AND ACCIDENT INSURANCE COMPANY, a Connecticut Corporation**

By:   
Name: Thomas M. Marra  
Title: President, Chief Executive Officer and Chairman of the Board

**HARTFORD LIFE GROUP INSURANCE COMPANY, an Illinois Corporation**

By:   
Name: Thomas M. Marra  
Title: President, Chief Executive Officer and Chairman of the Board