

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
Security Benefit Corp.		12/09/2004	CORPORATION: KANSAS
RECEIVING PARTY DATA			
Name:	Security Benefit Corporation		
Street Address:	One Security Benefit Place		
City:	Topeka		
State/Country:	KANSAS		
Postal Code:	66636		
Entity Type:	CORPORATION: KANSAS		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	1516668	SECURITY BENEFIT TODAY...SECURITY TOMORROW	
CORRESPONDENCE DATA			
Fax Number:	(816)292-2001		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Email:	ipdocketing@lathropgage.com		
Correspondent Name:	Alfred R. Hupp, Jr.		
Address Line 1:	2345 Grand Boulevard, Suite 2800		
Address Line 4:	Kansas City, MISSOURI 64108-2684		
NAME OF SUBMITTER:	Alfred R. Hupp, Jr.		
Signature:	/Alfred R. Hupp, Jr./		
Date:	03/17/2005		

Total Attachments: 4
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STATE OF KANSAS

OFFICE OF
SECRETARY OF STATE
RON THORNBURGH



To all to whom these presents shall come, Greetings:

I, RON THORNBURGH, Secretary of State of the State of Kansas, do hereby certify that I am the custodian of records of the state of Kansas relating to corporations, and that I am the proper official to execute this certificate.

I FURTHER CERTIFY that SECURITY BENEFIT CORP. is a regularly and properly organized corporation under the laws of the state of Kansas, having been incorporated in Kansas on the 1st day of June, A.D. 1998.

I FURTHER CERTIFY that a certificate of merger was filed in this office December 10, 2004 merging SECURITY BENEFIT GROUP, INC., a Kansas corporation into SECURITY BENEFIT CORP. and therefore changing the corporate name to SECURITY BENEFIT CORPORATION.

I DO FURTHER CERTIFY that SECURITY BENEFIT CORPORATION has paid all fees and franchise taxes due this office and is in good standing according to the records now on file in the office of Secretary of State

In testimony whereof:
I hereto set my hand and cause
to be affixed official seal. Done at
the city of Topeka, this 1st day of
March, A.D. 2005



RON THORNBURGH
SECRETARY OF STATE

53-07 ²

CERTIFICATE OF OWNERSHIP AND MERGER

OF

#177014-KS
#2615607-KS(S)

SECURITY BENEFIT GROUP, INC.

(a Kansas corporation)

BY AND INTO

SECURITY BENEFIT CORP.

(a Kansas corporation)

2005 JAN 10 PM 12:23
SECURITY BENEFIT GROUP, INC.

It is hereby certified that:

1. The name of each constituent corporation is:

Security Benefit Corp., a business corporation incorporated under the laws of the State of Kansas

Security Benefit Group, Inc., a business corporation incorporated under the laws of the State of Kansas

2. Security Benefit Corp. owns all (100%) of the issued and outstanding capital stock of Security Benefit Group, Inc.

3. Security Benefit Group, Inc. has not entered into or issued any agreements or obligations of any nature, including but not limited to any warrants, rights, options, or conversion agreements, for the purchase sale or other acquisition or issuance of any of its capital stock.

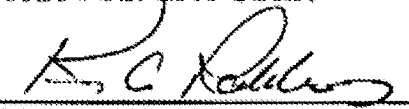
4. Pursuant to and in accordance with K.S.A. Section 17-6703, as amended, the Board of Directors of Security Benefit Corp. adopted and approved, on the 7th day of December, 2004, a resolution authorizing the merger of Security Benefit Group, Inc. with and into Security Benefit Corp., and authorizing and directing the officers of Security Benefit Corp. to take such action, including the filing of this Certificate of Ownership and Merger to cause such merger to occur, effective at and as of 12:00:00 a.m. January 1, 2005 (the "Effective Time").

5. Pursuant to and in accordance with K.S.A. Section 17-6703(b), as amended, the Board of Directors of Security Benefit Corp. provided in the foregoing resolution of merger that, at the Effective Time, the name of Security Benefit Corp., the corporation surviving the merger, shall be changed to Security Benefit Corporation.

6. A true and correct copy of the foregoing resolution, which remains in full force and effect on the date hereof without amendment, is attached as Exhibit A.
7. Except for the change of the name of Security Benefit Corp. to Security Benefit Corporation, such corporation's Articles of Incorporation as in effect immediately prior to the merger shall be its Articles of Incorporation effective upon the merger until duly amended or repealed.

IN WITNESS WHEREOF, Security Benefit Corp. has caused this Certificate of Ownership and Merger to be signed and submitted by an authorized officer this 9th day of December, 2004.

SECURITY BENEFIT CORP.

By: 
Kris A. Robbins
President and Chief Executive Officer

ATTEST:

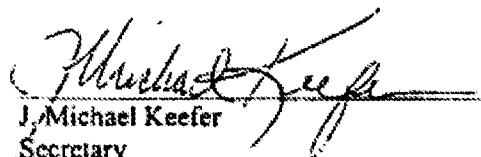

J. Michael Keefer
Secretary

Exhibit A

Resolution No. 04-20

SECURITY BENEFIT CORP.
Board of Directors Meeting
December 7, 2004

RESOLVED, That, effective at and as of 12:00:00 a.m. January 1, 2005: (1) Security Benefit Group, Inc., a Kansas corporation wholly-owned by the Corporation, shall be merged with and into the Corporation, which shall be the surviving corporation and shall, as such, succeed to all the assets and obligations of Security Benefit Group, Inc.; and (2) the name of the Corporation shall be changed to Security Benefit Corporation; and

RESOLVED FURTHER, That the officers of the Corporation are authorized and directed to take all such actions, including but not limited to the execution and filing of a certificate of ownership and merger with the Secretary of State of the State of Kansas, as they may deem necessary or advisable to effect the foregoing merger and name change.

I hereby certify this to be a true and
correct copy of the original on file.
Certified on this date: 01/23/2005
Ron Thornburgh, Secretary of State