

October 28, 2011

Gayle Pasero, CPCU
Company Licensing Manager
Company Supervision/Admissions
Office of the Insurance Commissioner
PO Box 40259
Olympia, WA 98504-0255

RE: Redomestication and Change of Port of Entry of Industrial Alliance Pacific Insurance and Financial Services Inc. Company (NAIC# 84514)

Dear Ms. Pasero,

Please consider this letter and a copy of the Application for Redomestication and Change of Port of Entry, filed with the Texas Department of Insurance, as our request for approval, by Washington, of that redomestication and change of port of entry, to the state of Texas. The application is for Industrial Alliance Pacific Insurance and Financial Services Inc. ("IAP"), formerly Industrial Alliance Pacific Life Insurance Company. We are hoping to obtain approval of this redomestication by the end of the 2011 calendar year.

The purpose for the redomestication is to consolidate the domicile of IAP with its sister company IA American Life Insurance Company ("IA American") and IA American's four Texas domiciled subsidiaries, while at the same time eliminating being domiciled in one state and commercially domiciled in two other states. There will be no negative impact for any policyholder, as no other changes will occur.

The formal application for redomestication has been filed with the Texas Department of Insurance on October 28, 2011.

We ask that you give our request favorable consideration. If you are in need of any additional information of documentation, please contact me directly at (888) 473-5540, extension 5553 or via email at greg.morris@iaamerican.com.

Sincerely,



Gregory D. Morris
Assistant Secretary

Industrial Alliance Pacific Insurance and Financial Services Inc.

October 28, 2011

Mr. Jeff Hunt
Company Licensing & Registration
Texas Dept. of Insurance
Lobby III, 5th Floor
333 Guadalupe Street
Austin, Texas 78701

RE: Redomestication and Change of Port of Entry of Industrial Alliance Pacific Insurance and Financial Services Inc. Company (NAIC# 84514)

Dear Mr. Hunt,

Please accept this application and request for approval of the redomestication and change of the port of entry for Industrial Alliance Pacific Insurance and Financial Services Inc. ("IAP"), from the state of Washington to the state of Texas.

IAP is currently an admitted alien branch in Texas, and has held a certificate of authority in Texas since October 18, 2005. It was formerly named Industrial Alliance Pacific Life Insurance Company, however, the name was changed to its current name in November of 2007.

The Washington Department of Insurance has been provided with a copy of this application and supporting documentation. A copy of the cover letter to the Washington Department of Insurance is attached for your records. It is our understanding that Washington may require a hearing and that approval of the redomestication out of Washington will be subject to the approval of redomestication into the state of Texas, by the Texas Department of Insurance. In addition, Washington permitted the records of IAP to be maintained at its Executive Office in Scottsdale, Arizona. IAP requests that in conjunction with the approval of the redomestication, your department approve the records remaining at their current location in Scottsdale, Arizona.

We are also requesting a waiver of the fingerprint requirements of the application form for the following individuals: Gerald Bouwers, Douglas Carrothers, Yvon Charest, Yvon Cote, Karen Davies, Mary Dinkel, Norman Pepin and Michael Stickney. The reason for the request is that they were provided to your department in conjunction with the Form A filing, made with your department on May 17, 2010 for the acquisition of the American-Amicable companies. The acquisition was approved by your Department on July 13, 2010.

It is our hope to place IAP under one primary regulator, which is Texas, as IAP is currently commercially domiciled in Texas and in California.

We have included a check in the amount of \$250 for the filing fee and have also attached a copy of the filing fee check.

Please contact me directly if there is any additional information and/or documentation needed for a completion of this application. We look forward to your approval of this redomestication.

Sincerely,



Gregory D. Morris
Assistant Secretary