GROUP POLICY AMENDMENT NO. 1

Attached to and made a part of Group Policy 135601-A issued to Philadelphia University as Policyholder

Effective July 1, 2005 the Group Policy is amended by the following change(s) to the group insurance certificate:

1. **PART 2: ELIGIBILITY, TO BECOME INSURED FOR INSURANCE FOR EMPLOYEES. To Become Insured, For Life Insurance** is amended to read as follows:

   **To Become Insured:**
   **For Life Insurance**
   ...you must:
   (A) be eligible for insurance; and
   (B) give Written Election to your Employer within 31 days after the date you become eligible, if you are required to pay for all or part of the cost for Life Insurance. See PART 2: ELIGIBILITY, “Cost For Insurance”; and
   (C) submit Evidence Of Insurability satisfactory to Standard to become insured for amounts of Life Insurance above $500,000 (the Guarantee Issue Amount for Life Insurance).

2. **PART 2, ELIGIBILITY To Become Insured for Insurance for Employees**, is amended to add the following:

   **Your Insurance Will Become Effective:**
   **For Life Insurance**
   ...on the latest of the following:
   (5) the date Standard approves your Evidence Of Insurability, furnished at no cost to Standard, for Life Insurance amounts over any Guarantee Issue Amount.

3. **PART 3: SCHEDULE OF BENEFITS, FOR EMPLOYEES, (A) The Amount Of Life Insurance**, is amended to provide the following:

   **(A) The Amount Of Life Insurance**
   ...will be equal to 2 times your Annual Wage. The Amount of Life Insurance will be rounded to the next higher multiple of $1,000, if not already such a multiple. In no event will the amount of Life Insurance exceed $600,000;

   provided you meet the following requirements, if you are required to pay for all or part of the cost for Life Insurance (see PART 2: ELIGIBILITY, “ Cost For Insurance”):

   (1) you have given your Written Election to your Employer and you are Insured under this schedule as set forth in PART 2: ELIGIBILITY; and
   (2) funds are being deducted from your wages for your cost of insurance under this schedule.
4. **PART 3: SCHEDULE OF BENEFITS, FOR EMPLOYEES, (B) The Full Amount Of Accidental Death and Dismemberment Benefit**, is amended to provide the following:

**(B) The Full Amount Of Accidental Death and Dismemberment Benefit**

...will be equal to the amount of your Life Insurance;

provided you meet the following requirements, if you are required to pay for all or part of the cost for Life Insurance (see PART 2: ELIGIBILITY, “Cost For Insurance”):

1. you have given your Written Election to your Employer and you are Insured under this schedule as set forth in PART 2: ELIGIBILITY; and

2. funds are being deducted from your wages for your cost of insurance under this schedule.

If you were Incapable of active work on June 30, 2005, the above change(s) will not apply to you until the day after you have completed 5 full consecutive days of Active Work.

**STANDARD INSURANCE COMPANY**

**By**

[Signatures]

President

Secretary