

Amendment No. 2

to the

Restated Group Term Life Insurance Policy
No. 38000-A (herein called the Group Policy)

issued to the
Board of Trustees of the Employees Retirement System of Texas ("ERS")
(herein called the Trustee)

Effective September 1, 2004

The face page of the Group Policy is amended as follows:

The second paragraph is deleted in its entirety and replaced with the following:

This Group Policy is issued for a renewal term of September 1, 2004 through August 31, 2007 beginning on the Policy Date, in consideration of the Trustee's Application therefor and of the timely payment of premiums as provided for herein. It is renewable annually on the Policy Anniversary by mutual agreement between FDL and the Trustee and timely payment by the Trustee of the premium as provided herein. It is terminable at the times, upon the conditions, and in the manners hereinafter specified, unless in conflict with the terms of the Contractual Agreement executed on February 13, 2001, as part of Fort Dearborn Life Insurance Company's Response to the Request for Proposal submitted to ERS on or about the same date.

Nothing contained herein shall be held to alter or affect any of the terms and conditions of said policy other than as herein stated. All other terms of the original agreement shall remain in force and effect.

Executed this _____ day of _____, 2004.

For **Board of Trustees of the Employees Retirement System of Texas**

By: _____
Executive Director
Type or Print Name: _____

For **Fort Dearborn Life Insurance Company**

By: _____
Larry J. Newsom
President & C.E.O./Fort Dearborn Life Insurance Company