RIDERS TO BE ATTACHED TO YOUR BOOKLET

NOTICE OF CHANGE

Covered Classes: The "Covered Classes" are these Employees of the Contract Holder (and its Associated Companies): All Employees.

Effective Date of Change: The first day on or after January 1, 2008 on which you are insured (see the section of your Booklet entitled "When You Become Insured"). The section of your Booklet entitled "Delay of Effective Date" applies to this change.

Group Contract No.: DG-24769-ME

Your Booklet coded “24769, LIFE-ADD-DEP LIFE-PAI, All Employees, Ed 11-2004, 21” is changed as follows:

- The Changing Plans at Annual Enrollment: provision of the OPTIONAL EMPLOYEE TERM LIFE COVERAGE section of the Schedule of Benefits is replaced by the following:

  Changing Plans at Annual Enrollment: You may enroll for Optional Employee Term Life Coverage or you may elect to have your amount of insurance under the Coverage changed during the Annual Enrollment Period. You must do this on a form approved by Prudential and agree to make any required contributions.

  If you are currently enrolled, you may increase your amount of insurance by one option without providing evidence of insurability up to the Non-medical Limit of the lesser of (1) 300% of your annual Earnings or (2) $300,000. If you are enrolling for the first time, you may enroll for Option One without providing evidence of insurability up to the Non-medical Limit of $300,000.

  Changes will become effective on the date designated by the Employer. But a new enrollment or an increase, which are subject to evidence, will be effective on the date Prudential decides the evidence is satisfactory, if this date is later. The Delay of Effective Date section applies to all changes except decreases.

  Any Non-medical Limit will apply to an increased amount of coverage.

  The “Definitions” section explains what “Annual Enrollment Period” means.

All other provisions in your Booklet remain unchanged.

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THE PRUDENTIAL INSURANCE COMPANY OF AMERICA