

Protective Life Corporation
Post Office Box 2606
Birmingham, Alabama 35202
205-879-9230

Protective 

1484

August 14, 2002

VIA FACSIMILE TRANSMISSION - (202) 824-5090 / (202) 824-5091
AND UPS PRIORITY OVERNIGHT

Mr. Jonathan G. Katz, Secretary
Securities and Exchange Commission
450 Fifth Street, N.W.
Washington, D.C. 20549-0609

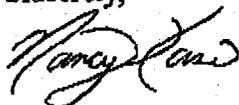
**Re: Statement Under Oath of Principal Executive Officer
and Principal Financial Officer**

Dear Mr. Katz:

In accordance with the Securities and Exchange Commission's June 27, 2002 Order, File No. 4-460, enclosed are the written statements, under oath, of John D. Johns, President and Chief Executive Officer, and Allen W. Ritchie, Executive Vice President and Chief Financial Officer, of Protective Life Corporation.

Please confirm your receipt of the enclosed statements by returning the attached copy of this letter in the stamped, self-addressed envelope provided.

Sincerely,



Nancy Kane
Senior Associate Counsel

NK/jea

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**Statement Under Oath of Principal Financial Officer
Regarding Facts and Circumstances Relating to Exchange Act Filings**

I, Allen W. Ritchie, state and attest that:

(1) To the best of my knowledge, based upon a review of the covered reports of Protective Life Corporation, and, except as corrected or supplemented in a subsequent covered report:

- no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
- no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).

(2) I have reviewed the contents of this statement with the Company's audit committee.

(3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":

- the Annual Report on Form 10-K for the fiscal year ended December 31, 2001 filed with the Commission of Protective Life Corporation;
- all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Protective Life Corporation filed with the Commission subsequent to the filing of the Form 10-K identified above; and
- any amendments to any of the foregoing.

Allen W. Ritchie
Allen W. Ritchie
Executive Vice President and
Chief Financial Officer

Subscribed and sworn to
before me this 14th day of
August, 2002

August 14, 2002

Vernice M. Wells
Notary Public

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My Commission Expires: 9/16/2004

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