

802256

Florida Department of State  
Division of Corporations  
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COR AMND/RESTATE/CORRECT OR O/D RESIGN

AMERICAN EMPLOYERS' INSURANCE COMPANY

RECEIVED  
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**PROFIT CORPORATION**  
**APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO**  
**APPLICATION FOR AUTHORIZATION TO TRANACT BUSINESS IN FLORIDA**  
(Pursuant to s. 607.1504, F.S.)

**SECTION I**  
(1-3 MUST BE COMPLETED)

802256  
(Document number of corporation (if known))

- 1. American Employers' Insurance Company  
(Name of corporation as it appears on the records of the Department of State)
- 2. Massachusetts (Incorporated under laws of)
- 3. 06/18/1925 (Date authorized to do business in Florida)

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**SECTION II**  
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

- 4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 8/31/07
- 5. SPARTA Insurance Company  
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

- 6. If the amendment changes the period of duration, indicate new period of duration.

\_\_\_\_\_  
(New duration)

- 7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

\_\_\_\_\_  
(New jurisdiction)

- 8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

*Kevin G. Castello*  
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Kevin G. Castello  
(Typed or printed name of person signing)

President  
(Title of person signing)

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FEDERAL IDENTIFICATION NO. 04-1027270

Examiner

The Commonwealth of Massachusetts

William Francis Galvin Secretary of the Commonwealth One Ashburton Place, Boston, Massachusetts 02108-1512

021

ARTICLES OF AMENDMENT (General Laws, Chapter 156B, Section 72)

Name Approved

Normie S. Burnes, Commissioner of Insurance

Approved Date: August 30, 2007

Signature of Normie S. Burnes

We, Christopher J. Nenninger, Executive Vice President,

and James A. FitzPatrick, Jr., Secretary

of American Employers' Insurance Company

(Exact name of corporation)

located at One Beacon Lane, Canton, Massachusetts 02021

(Street address of corporation in Massachusetts)

certify that these Articles of Amendment affecting articles numbered:

Article 1 (Name)

(Number those articles 1, 2, 3, 4, 5 and/or 6 being amended)

of the Articles of Organization were duly adopted at a meeting held on August 9, 2007, by vote of:

45,000 shares of Common Stock of 45,000 shares outstanding.

(type, class & series, if any)

shares of shares outstanding, and

(type, class & series, if any)

shares of shares outstanding.

(type, class & series, if any)

C P M R.A. checkboxes

being at least a majority of each type, class or series outstanding and entitled to vote thereon; or being at least two-thirds of each type, class or series outstanding and entitled to vote thereon and of each type, class or series of stock whose rights are adversely affected thereby:

I. The name by which the corporation shall be known is: SPARTA Insurance Company

\*Delete the inapplicable words. \*\*Delete the inapplicable clause. For amendments adopted pursuant to Chapter 156B, Section 70. For amendments adopted pursuant to Chapter 156B, Section 71. Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on one side only of separate 8 1/2 x 11 sheets of paper with a left margin of at least 1 inch. Additions to more than one article may be made on a single sheet so long as each article requiring such addition is clearly indicated.

P.C.

2/10/1923

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To *change* the number of shares and the par value (if any) of any type, class or series of stock which the corporation is authorized to issue, fill in the following:

The total *presently* authorized is:

WITHOUT PAR VALUE STOCKS		WITH PAR VALUE STOCKS		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common:		Common:		
Preferred:		Preferred:		

*Change* the total authorized to:

WITHOUT PAR VALUE STOCKS		WITH PAR VALUE STOCKS		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common:		Common:		
Preferred:		Preferred:		

H 0 7 0 0 0 2 4 9 2 3 8

The foregoing amendment(s) will become effective when these Articles of Amendment are filed in accordance with General Laws, Chapter 156B, Section 6 unless these articles specify. In accordance with the vote adopting the amendment, a later effective date not more than *thirty days* after such filing, in which event the amendment will become effective on such later date.

Later effective date: \_\_\_\_\_

SIGNED UNDER THE PENALTIES OF PERJURY, this 30 day of August, 2007

Chris J. Murray \_\_\_\_\_, Executive Vice President,

\_\_\_\_\_, Secretary.

\*Delete the inapplicable words.

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The foregoing amendment(s) will become effective when these Articles of Amendment are filed in accordance with General Laws, Chapter 156B, Section 6 unless these articles specify, in accordance with the vote adopting the amendment, a later effective date not more than *thirty days* after such filing, in which event the amendment will become effective on such later date.

Later effective date: \_\_\_\_\_

SIGNED UNDER THE PENALTIES OF PERJURY, this 30 day of August, 20 07

\_\_\_\_\_, Executive Vice President,

 \_\_\_\_\_, Secretary.

\*Delete the inapplicable words.

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THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF AMENDMENT  
(General Laws, Chapter 156B, Section 72)

I hereby approve the within Articles of Amendment and, the filing fee in the amount of \$ 100 having been paid, said articles are deemed to have been filed with me this 31<sup>st</sup> day of August 20 07.

1029108

Effective date: \_\_\_\_\_

SECRETARY OF THE COMMONWEALTH  
CORPORATION DIVISION  
AUG 31 PM 1:50

*William Francis Galvin*

WILLIAM FRANCIS GALVIN  
Secretary of the Commonwealth

A TRUE COPY ATTEST  
*William Francis Galvin*  
WILLIAM FRANCIS GALVIN  
SECRETARY OF THE COMMONWEALTH  
DATE 10-3-07 CLERK YA

SECRETARY OF THE COMMONWEALTH  
CORPORATION DIVISION  
AUG 31 PM 2:06

TO BE FILLED IN BY CORPORATION  
Contact Information:

Beth N. Terrell, Senior Vice President

SPARTA Insurance Company

City Place II, 185 Asylum Street, Hartford, CT 06103

Telephone: 860-275-6500

Email: [btterrell@spartainsurance.com](mailto:btterrell@spartainsurance.com)

A copy this filing will be available on-line at [www.state.ma.us/sec/cor](http://www.state.ma.us/sec/cor) once the document is filed.

08/31/07