

809596

**EMC Insurance Companies**

P.O. Box 712 • Des Moines, IA 50303-0712 • Tel. (515) 280-2511

February 18, 1999

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

500002785295--8  
-02/24/99--01006--016  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

**Re: American Liberty Insurance Company – Name Change  
n/k/a EMC Property & Casualty Company**

To Whom It May Concern:

In accordance with instructions received from the Florida Department of Insurance, EMC Property & Casualty Company hereby submits the following materials and/or information:

1. Application for Amended Certificate of Status.
2. Certified copy of Amendment to Articles of Incorporation
3. Our company check: \$35.00 filing fee  
8.75 Certificate of Status  
\$43.75
4. Copy of correspondence with the Florida Department of Insurance.

FILED  
99 FEB 22 PM 12:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Please send materials to my attention at the above address. Please call me, if there are any questions. Thank you.

Sincerely yours,

*Jenifer D. Mercer-Klimowski*  
Jenifer Mercer-Klimowski  
Staff Attorney – (515) 280-2829

*Redomestication*

*AMC*

Enclosures

Cc (w/o encl.): Dept. of Insurance, Bureau of Financial and Support Services  
Dept. of Insurance, Bureau of Property & Casualty Insurer Solvency and  
Market Solvency

2-18jkltr8

TUW FEB 23 1999



## EMC Insurance Companies

P.O. Box 712 • Des Moines, IA 50303-0712 • Tel. (515) 280-2511

February 18, 1999

Robert Ballard, Insurance Examiner  
Florida Department of Insurance  
Bureau of Property & Casualty Insurer Solvency and Market Conduct  
Name Change Request  
200 East Gaines Street  
Tallahassee, Florida 32399-0329

**Re: American Liberty Insurance Company – Name Change  
n/k/a EMC Property & Casualty Company**

Dear Mr. Ballard:

In accordance with the Instructions provided, EMC Property & Casualty Company hereby submits the following materials and/or information:

1. Executed original Application.
2. Florida Service of Process document, duly executed.
3. Certified Articles of Amendment and Articles of Incorporation. (Note: Restated Articles were filed at time of redomestication in 1996; this is the only Amendment, to date).
4. Certified copy of bylaws.
5. Copies of filing fee invoice and company check for \$10.00.
6. Copies of materials filed with Secretary of State.
7. Home state approval. Please note that the State of Iowa did not generate any independent documents approving the name change. I attempted to contact you on this, several times, but never received an adequate answer. In lieu of further discussion, I am enclosing a Certificate of Compliance from the State of Iowa, which inherently approves the name change.

I will forward the Certificate of Status from the Secretary of State immediately it is available. Please let me know, if any additional information or materials are required.

Thank you.

Sincerely yours,

Jenifer Mercer-Klimowski  
Staff Attorney – (515) 280-2829

Enclosures

cc (w/o enc.): Florida Dept. of Insurance, Bureau of Financial and Support Services  
✓ Amendment Section, Division of Corporations



## **EMC Insurance Companies**

P.O. Box 712 • Des Moines, IA 50303-0712 • Tel. (515) 280-2511

February 18, 1999

Florida Department of Insurance  
Bureau of Financial and Support Services  
P.O. Box 6100  
Tallahassee, Florida 32301

**Re: American Liberty Insurance Company – Name Change  
n/k/a EMC Property & Casualty Company**

To Whom It May Concern:

In accordance with instructions received from the Florida Department of Insurance, EMC Property & Casualty Company hereby submits the following materials:

1. Original invoice and company check for \$10.00 filing fee.
2. Copy of correspondence with the Florida Department of Insurance.

Please call me, if there are any questions. Thank you.

Sincerely yours,

Jenifer Mercer-Klimowski  
Staff Attorney – (515) 280-2829

Enclosures

Cc (w/o encl.) / Amendment Section, Division of Corporations  
Florida Dept. of Ins. – Bureau of Property & Casualty Insurer Solvency  
and Market Conduct

2-18jkltr7

# PROFIT CORPORATION

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

### SECTION I

(1-3 must be completed)

1. American Liberty Insurance Company  
Name of corporation as it appears on the records of the Department of State.
2. Alabama  
Incorporated under laws of
3. 12/21/53  
Date authorized to do business in Florida

FILED  
99 FEB 22 PM 12:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

### 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? 1/1/99

5. EMC Property & Casualty 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.

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

N/A

New Duration

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

Iowa

New Jurisdiction

Fredrick A. Schiek  
Signature

Fredrick A. Schiek  
Typed or printed name

February 17, 1999

Date

President & COO

Title

**STATE OF IOWA**  
**INSURANCE DIVISION**  
**CERTIFICATE OF SIMILARITY**

*I, Therese M. Vaughan, Commissioner of Insurance do hereby certify that I am the official charged with the general control, supervision and direction of all insurance business transacted in the State of Iowa, and charged with the execution of the laws relating to insurance in said jurisdiction. As such official, I am custodian of the records pertaining to the Insurance Division of Iowa. I further certify that the attached instrument is a true and correct copy of*

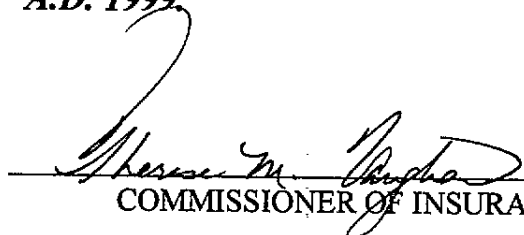
Articles of Amendment to the Restated Articles of Incorporation of American Liberty Insurance Company Approved September 25, 1998

*as the same appears of record in this Division.*

**IN WITNESS WHEREOF, I have  
hereunto set my hand and caused my  
official seal to be affixed at the City of  
Des Moines this 22nd day of January,  
A.D. 1999.**



Original seal is red

  
COMMISSIONER OF INSURANCE

200088

ARTICLES OF AMENDMENT  
TO THE  
RESTATED ARTICLES OF INCORPORATION  
OF  
AMERICAN LIBERTY INSURANCE COMPANY

August 24, 1998.

TO THE SECRETARY OF STATE OF THE STATE OF IOWA:

Pursuant to the provisions of Chapter 490 of the 1997 Code of Iowa, the undersigned corporation adopts the following Articles of Amendment to its Restated Articles of Incorporation, as the same may have heretofore been amended:

I. The name of the corporation is American Liberty Insurance Company. The effective date of its original incorporation in the State of Alabama was June 16, 1953. The corporation was redomesticated to the State of Iowa pursuant to Sections 515.99 and 490.902, Code of Iowa (1995), effective October 21, 1996.

II. The following Amendment to the Restated Articles of Incorporation was adopted by the shareholders of the corporation on August 19, 1998, in the manner prescribed by the Iowa Business Corporation Act:

**BE IT RESOLVED** that the Board of Directors of American Liberty Insurance Company does hereby approve a change in the Company's name to "EMC Property & Casualty Company" and the substitution of said name for the current name in Article I of the Company's Restated Articles of Incorporation, provided, however, that such change shall be effective January 1, 1999, and shall be subject to prior approvals from (i) the Company's shareholders, (ii) the Attorney General of the State of Iowa (or his designee), and (iii) the Commissioner of Insurance of the State of Iowa or her designee.

Effective January 1, 1999, Article I will read as follows:

"I. The name of the corporation is EMC Property & Casualty Company."

III. The number of shares of the corporation outstanding at the time of such adoption was 13,022, and the number of shares entitled to vote thereon was 13,022.

IV. The designation and number of outstanding shares of each class entitled to vote thereon as a class were as follows:

| <u>Class</u> | <u>Shares</u> |
|--------------|---------------|
| Common       | 13,022        |

V. The number of shares voted for such amendment was 13,022 and the number of shares voted against such amendment was 0.

3

00192

511583 AMEN10 \$50.00 K000

VI. The number of shares of each class entitled to vote thereon as a class voted for and against such amendment, respectively, was:

| <u>Class</u> | <u>Voted For</u> | <u>Voted Against</u> |
|--------------|------------------|----------------------|
| Common       | 13,022           | 0                    |

VII. The manner, if not set forth in such amendment, in which any exchange, reclassification, or cancellation of issued shares provided for in the amendment shall be effected, is as follows:

None (Not applicable).

VIII. The manner in which such amendment effects a change in the amount of stated capital, and the amount of stated capital as changed by such amendment, are as follows:

No change.

Dated the 24<sup>th</sup> day of August, 1998.

AMERICAN LIBERTY INSURANCE COMPANY  
(to be known from and after January 1, 1999.  
as EMC PROPERTY & CASUALTY COMPANY)

(Corporate Seal)

By: Fredrick A. Schiek  
Fredrick A. Schiek, President

By: Donald D. Klemme  
Donald D. Klemme, Secretary

STATE OF IOWA )

) ss:

COUNTY OF POLK )

On this 24<sup>th</sup> day of August, 1998, before me, the undersigned, a Notary Public in and for said County and State, personally appeared Fredrick A. Schiek and Donald D. Klemme, to me personally known, who, being by me duly sworn, did say that they are the President and the Secretary, respectively, of said corporation and the individuals who executed the foregoing instrument; that the seal affixed thereto is the seal of said corporation; that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors; and the said Fredrick A. Schiek and Donald D. Klemme, as such officers, acknowledged the execution of said instrument to be the voluntary act and deed of said corporation, by it and by them voluntarily executed.



Richard W. Hoffmann  
Notary Public in and for the State of Iowa

**CERTIFICATE OF APPROVAL  
ATTORNEY GENERAL**

Pursuant to provisions of the Iowa Code, the undersigned approves the Articles of Amendment (adopted August 24, 1998) to the Restated Articles of Incorporation of American Liberty Insurance Company and finds them in conformance with the laws of the United States and with the laws and Constitution of the State of Iowa.

THOMAS J. MILLER  
Attorney General of Iowa

9-21-98  
Date

By: Scott M. Galenbeck  
SCOTT M. GALENBECK  
Assistant Attorney General

**CERTIFICATE OF APPROVAL  
COMMISSIONER OF INSURANCE**

Pursuant to the provisions of the Iowa Code, the undersigned approves the Articles of Amendment (adopted August 24, 1998) to the Restated Articles of Incorporation of American Liberty Insurance Company.

THERESE M. VAUGHAN  
Commissioner of Insurance

9.25.98  
Date

By: Robert L. Howe  
ROBERT L. HOWE  
Deputy Commissioner of Insurance

Filed by:  
EMC Insurance Companies  
PO Box 712  
Des Moines, IA 50309

FILED  
IOWA  
SECRETARY OF STATE  
9-30-98  
4:09pm  
W195544

