



SAFECO PROPERTY & CASUALTY INSURANCE COMPANIES

SAFECO Plaza
Seattle, WA 98185-0001

Overnight
April 18, 2002

830525

Phone: (206) 545-5000
www.safeco.com

State of Florida Secretary of State
Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Attention: Karen

Request for Certification of Status
Name & Redomestication Change - DOC# 830525 (NAIC 11215)

Former SAFECO Insurance Company of Pennsylvania - from Pennsylvania to
SAFECO Insurance Company of Indiana - in Indiana

FILED
02 APR 19 PM 1:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosed are the Florida Secretary of State amendment forms needed to obtain a Certificate of Status for our re-named company, SAFECO Insurance Company of Indiana, redomiciled to the state of Indiana.

Our former company, SAFECO Insurance Company of Pennsylvania, was located in Pennsylvania. There has been no change in ownership. Submitted for your review are the following:

1. Transmittal form with a single check for \$52.50 (Filing Fee \$35.00, Certified Copy \$8.75, & Certificate of Status \$8.75),
2. Original Certification from the Department of Insurance in the state of Indiana,
3. Application by Foreign Corporation to File Amendment and
4. Statement of Change of Registered Office to Indiana.

Thank you for your helpfulness and advise on the telephone. Please use the copy of this letter and postage paid envelope to acknowledge receipt and if possible, alert me by telephone or email upon your completion of the certificate. Should you have any questions, simply contact me at any of the below numbers.

Our overnight couriers and account numbers are listed below to expedite our receipt:

Airborne Express
Acct # 102024-01

Federal Express
Acct # 098100393

Sincerely,

SAFECO Insurance Company of Indiana

Roy Behling
Roy Behling

Licensing Analyst
Regulatory Compliance
SAFECO Plaza
Seattle, WA 98185-0001
(800) 544-2614 ext. 53609
roybeh@safeco.com
fax 206-545-6090

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-04/19/02-01085-001
*****52.50 *****52.50

830525
11P 4-19-02
Amend NC
*Cert Copy OK
*Audit Sta

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)

830525

Document Number of Corporation (If known)

1. SAFECO Insurance Company of Pennsylvania
(Name of corporation as it appears on the records of the Department of State)

2. Pennsylvania
(Incorporated under laws of)

3. July 20, 1973
(Date authorized to do business in 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? January 30, 2002

5. SAFECO Insurance Company of Indiana
(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.

Indiana
(New jurisdiction)

Ray M. Egan
(Signature of the chairman or vice chairman of the board, president, or any officer, or if the corporation is in the hands of a receiver, trustee, or other court-appointed fiduciary, by that fiduciary)

April 16, 2002
(Date)

Ray M. Egan
(Typed or printed name)

Assistant Secretary
(Title)

FILED
02 APR 19 PM 1:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11215

**Certificate of Similarity
11-9-33**

**INSURANCE DEPARTMENT
STATE OF INDIANA
office of
COMMISSIONER OF INSURANCE**

Indianapolis, Indiana April 1, 2002

I, Sally McCarty, Commissioner of Insurance of the state of Indiana, do hereby certify that I have caused to have compared the annexed copy of the **Articles of Redomestication and Amended Articles of Incorporation of SAFECO Insurance Company of Indiana f/n/a SAFECO Insurance Company of Pennsylvania** with the original on file at this Department and find the same to be a correct transcript of the whole of said original.

In witness whereof, I have hereunto
set my hand and affixed my official
seal the day and year first above
written.



Sally McCarty

Insurance Commissioner

Commissioner's Certification Seal is in red

APPROVED
DEPARTMENT OF INSURANCE

RECEIVED
CORPORATION DIV.
ARTICLES OF REDOMESTICATION

JAN 30 2002

Mark Perfahl
STATE OF INDIANA
INSURANCE COMMISSIONER

AMENDED ARTICLES OF INCORPORATION
OF SAFECO INSURANCE COMPANY OF INDIANA

SAFECO INSURANCE COMPANY OF INDIANA

The undersigned, acting as incorporators for the purpose of redomesticating SAFECO Insurance Company of Pennsylvania, a Pennsylvania corporation, which intends to continue its existence, without interruption, as a corporation organization and lawfully incorporated under the laws of the state of Indiana, pursuant to Indiana Business Corporation Law and IC 27-1-6 of the Indiana Insurance Code, under the name SAFECO Insurance Company of Indiana, do hereby adopt the following Articles of Redomestication and Amended Articles of Incorporation for said corporation.

ARTICLE 1. The name by which the Company shall be known is SAFECO Insurance Company of Indiana.

ARTICLE 2. The classes of insurance for which the Company is constituted are those in Class 2 and Class 3 as provided for in Indiana Code Section 27-1-5-1, including:

Class 2

- (a) To insure any persons against bodily injury, disablement or death resulting from accident and against disablement resulting from disease and every insurance appertaining thereto;
- (b) To insure against loss or damage resulting from accident to, or injury sustained by, an employee or other person for which accident or injury the insured is liable;
- (c) To insure against loss or damage by burglary, theft or housebreaking;
- (d) To insure glass, its fittings or lettering thereon, against breakage or damage;
- (e) To insure against loss from injury to persons or property which results accidentally from steam-boilers, elevators, electrical devices, engines and all machinery and appliances used in connection therewith or operated thereby; and to make inspection of and issue certificates of inspection upon such boilers, elevators, electrical devices, engines, machinery and appliances;
- (f) To insure against any loss, expense, and/or liability resulting from the ownership, maintenance, use and/or operation of any automobile or other motor vehicle, including complete line coverage on automobiles or other motor vehicles;

- (g) To insure against loss or damage by water to any goods or premises arising from the breakage or leakage of sprinklers and/or water pipes;
- (h) To insure against any loss or damage resulting from accident to or injury suffered by any person, for which loss or damage the insured is liable; excepting employer's liability insurance as authorized under subsection (b) of Class 2;
- (i) To insure persons, associations or corporations against loss or damage by reason of the giving or extending of credit;
- (j) To insure against loss or damage on account of encumbrances upon or defects in the title to real estate and against loss by reason of the nonpayment of the principal or interest of bonds, mortgages or other evidences of indebtedness;
- (k) To become surety or guarantor for any person, partnership or corporation in any position or place of trust or as custodian of money or property, public or private; to become a surety or guarantor for the performances by any person, copartnership or corporation of any lawful obligation, undertaking, agreement or contract of any kind, except contracts or policies of insurance, to become surety or guarantor for the performance of insurance contracts where surety bonds are required by states or municipalities; and
- (l) To insure against any other casualty or insurance risk specified in these Articles of Incorporation which lawfully may be made the subject of insurance and for which specific provision is not made in Indiana Code Title 27, Article 1, Chapter 5.

Class 3

- (a) To make insurance on buildings and personal property of every description against loss or damage, including loss of use or occupancy, cause by fire, smoke or smudge, lightning or other electrical disturbance, earthquake, windstorm, cyclone, tornado, tempest, hail, frost or snow, ice, sleet, weather or climactic conditions, including excess or deficiency of moisture, flood, rain or drought, rising of the waters of the ocean, or its tributaries, bombardment, invasion, insurrection, riot, civil war or commotion, military or usurped power, and by explosion, whether fire ensues or not, except explosion of steam-boilers;
- (b) To insure against loss or damage from any cause, to crops or farm products and loss of rental value of land used in producing such crops or products;
- (c) To insure against loss or damage by water or other fluid to any goods or premises arising from the breakage or leakage of sprinklers, pumps, or other apparatus erected for extinguishing fires or of other conduits or containers or by water entering through leaks or openings in buildings and/or water pipes, and against

accidental injury to such sprinklers, pumps, or other apparatus, conduits, containers or water-pipes; and

- (d) To insure vessels, boats, cargoes, goods, merchandise, freight, specie, bullion, jewels, profits, commissions, bank notes, bills of exchange, other evidences of debt, bottomry and respondentia interests, and other property against loss or damage by any or all of the risks of lake, river, canal and inland navigation and transportation, and other insurances appertaining to or connected with marine risks, including complete line coverage automobile insurance, and also insurance on any other property or risk, or the use thereof, by reason of any contingency unless the granting of such insurance is contrary to public policy.

ARTICLE 3. The business is to be conducted on the joint stock plan or principle.

ARTICLE 4. The post office address of the principal office of the Company is to be 500 North Meridian Street, Indianapolis, Indiana 46204. The initial registered office of the Company is 500 North Meridian Street, Indianapolis, Indiana 46204. The initial registered agents are A. F. Coffey.

ARTICLE 5. The authorized capital stock of the Company is five hundred thousand (500,000) shares of common stock with a par value of ten dollars (\$10.00) per share. Three hundred thousand shares are issued and outstanding, for a total of three million dollars (\$3,000,000).

ARTICLE 6. The general objects of the Company are to make insurances on the joint stock principle against losses as set forth in Article 2 above.

ARTICLE 7. The proposed duration of the Company is perpetual.

ARTICLE 8. The powers which the Company shall have and exercise are:

- (a) To continue as a corporation, under its corporate name, for the period set forth in these Articles of Incorporation;
- (b) To sue and be sued in its corporate name;
- (c) To have a corporate seal and to alter the same at pleasure;
- (d) To acquire, own, hold, lease mortgage, lend, pledge, convey or otherwise dispose of property, real and personal, tangible and intangible;
- (e) To acquire, subscribe for, own, hold, vote mortgage, lend, pledge, convey, or otherwise dispose of, and to guarantee or otherwise deal in and with, shares or other interests in, or obligations of, any entity, including itself, except as otherwise prohibited or limited by law;

- (f) To be a promoter, partner, member, associate, or manager of any partnership, joint venture, trust, or other entity;
- (g) To borrow money, and to issue its notes or debentures to evidence such borrowings, but any debentures so issued shall be subordinate to the rights of policyholders, members, or creditors;
- (h) To conduct business in Indiana and elsewhere; to have one or more offices outside of Indiana; to acquire, own, hold and use, and to lease, mortgage, pledge, sell convey, or otherwise dispose of property, real and personal, tangible and intangible, outside of Indiana;
- (i) To appoint such officers and agents as the business of the Company may require, and to define their duties and fix their compensation;
- (j) To lend money, invest and reinvest its funds, and receive and hold real estate and personal property as security for repayment, except as otherwise limited by law;
- (k) To pay pensions and establish and administer pension plans, pension trusts, profit sharing plans, share bonus plans, share option plans, welfare plans, qualified and nonqualified retirement plans, and benefit or incentive plans for any or all of its current or former directors, officers, employees, and agents.
- (l) To make donations for the public welfare or for charitable, scientific, or education purposes;
- (m) To make bylaws for the government and regulation of its affairs;
- (n) To cease doing business and to dissolve and surrender its corporate franchise and authority and license to transact an insurance business in this state; and
- (o) To do all acts and things necessary, convenient, or expedient to carry out the purposes for which it is formed.

ARTICLE 9. Meetings of Directors, shareholders, members or policyholders may be held inside or outside of Indiana, as the Directors may choose.

ARTICLE 10. The initial Board of Directors shall consist of the following individuals who shall hold office until the next meeting of shareholders and until their successors are elected and qualified:

Michael S. McGavick	SAFECO Plaza, Seattle, WA 98185
William T. Lebo	SAFECO Plaza, Seattle, WA 98185
Michael LaRocco	SAFECO Plaza, Seattle, WA 98185
Dale E. Lauer	500 North Meridian Street, Indianapolis, IN 46204

Ronald L. Spaulding
James W. Ruddy
Roger F. Harbin

601 Union Street, Suite 2500, Seattle, WA 98101
SAFECO Plaza, Seattle, WA 98185
5069 154th Place NE, Redmond, WA 98052

ARTICLE 11. The following individuals shall be the initial officers of the corporation to serve until the next annual meeting of the Board of Directors and until their successors are elected and qualified:

Michael S. McGavick	Chairman, President	SAFECO Plaza Seattle, WA 98185
Michael LaRocco	President, SPI	SAFECO Plaza Seattle, WA 98185
Dale E. Lauer	President, SBI	500 N. Meridian Street, Indianapolis, IN
William T. Lebo	Executive Vice President	SAFECO Plaza Seattle, WA 98185
Nancy Carlson	Senior Vice President	SAFECO Plaza Seattle, WA 98185
Peter E. Dunn	Senior Vice President	700 Stanley Drive New Britain, CT
Robert C. Taylor	Senior Vice President, Senior Assoc. General Counsel	SAFECO Plaza Seattle, WA 98185
Stephen C. Bauer	Vice President, Treasurer	601 Union Street, #2500 Seattle, WA 98101
William J. Carron	Vice President	18400 NE Union Hill Road Redmond, WA 98052
Stephen D. Collier	Vice President, Assistant Secretary	SAFECO Plaza Seattle, WA 98185
John L. Elwell	Vice President	SAFECO Plaza Seattle, WA 98185
Randall R. Farless	Vice President	SAFECO Plaza Seattle, WA 98185

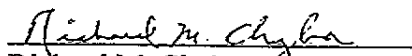
David W. Kraft	Vice President, Controller, Assistant Secretary	SAFECO Plaza Seattle, WA 98185
H. Paul Lowber	Vice President, Assistant Secretary	SAFECO Plaza Seattle, WA 98185
Darcy S. MacLaren	Vice President	601 Union Street, Suite 2500 Seattle, WA 98101
Tim Mikolajewski	Vice President	18400 NE Union Hill Road Redmond, WA 98052
William A. Norman	Vice President	SAFECO Plaza Seattle, WA 98185
Ronald L. Spaulding	Vice President	601 Union Street, Suite 2500 Seattle, WA 98101
James C. Stiegler	Vice President	1601 Fifth Avenue Seattle, WA 98101
James H. Swegle	Vice President	SAFECO Plaza Seattle, WA 98185
Michael Anderson	Assistant Vice President, Assistant Secretary, Assistant Controller	SAFECO Plaza Seattle, WA 98185
James Arciere	Assistant Vice President	SAFECO Plaza Seattle, WA 98185
Richard M. Chyba	Assistant Vice President	500 North Meridian Street Indianapolis, IN 46204
Kim Garland	Assistant Vice President	SAFECO Plaza Seattle, WA 98185
David Mandt	Assistant Vice President	SAFECO Plaza Seattle, WA 98185
Patty J. McCollum	Assistant Vice President	SAFECO Plaza Seattle, WA 98185
Camille Minogue	Assistant Vice President	SAFECO Plaza Seattle, WA 98185

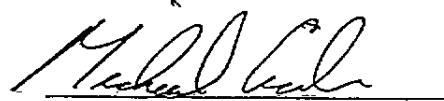
Scott W. Owen	Assistant Vice President	SAFECO Plaza Seattle, WA 98101
James G. Schmidt	Assistant Vice President Assistant Secretary	SAFECO Plaza Seattle, WA 98185
Gregory Tacchetti	Assistant Vice President	SAFECO Plaza Seattle, WA 98185
Ray M. Egan	Assistant Secretary	SAFECO Plaza Seattle, WA 98185
Neal A. Fuller	Assistant Secretary	SAFECO Plaza Seattle, WA 98185
Mark Meyer	Assistant Secretary	SAFECO Plaza Seattle, WA 98185
Susan Tracey	Assistant Secretary	SAFECO Plaza Seattle, WA 98185
Gary Shane	Assistant Secretary Assistant Controller	SAFECO Plaza Seattle, WA 98185
Bradford K. Young	Assistant Secretary	SAFECO Plaza Seattle, WA 98185

ARTICLE 12. The name and address of the incorporators are:

Richard M. Chyba	500 North Meridian Street, Indianapolis, IN 46204
Michael Crider	500 North Meridian Street, Indianapolis, IN 46204
Ray Egan	SAFECO Plaza, Seattle, WA 98185
Lizabeth A. Englund	SAFECO Plaza, Seattle, WA 98185
Laura M. Murphy	SAFECO Plaza, Seattle, WA 98185
Wayne H. Smith	500 North Meridian Street, Indianapolis, IN 46204
J. Michael Vaught	500 North Meridian Street, Indianapolis, IN 46204

Dated this 24th day of January, 2002


Richard M. Chyba


Michael Crider

Ray Egan
Ray Egan

Lizbeth A. Englund
Lizbeth A. Englund

Laura M. Murphy
Laura M. Murphy

Wayne H. Smith
Wayne H. Smith

J. Michael Vaught
J. Michael Vaught

State of Washington)
)
County of King)

BEFORE ME, a notary public, on this 17th day of January, 2002, personally appeared Lizbeth A. Englund, Laura M. Murphy and Ray Egan, each known to me to be the person whose name is subscribed to the foregoing document and, being by me first duly sworn, declared that the statements therein contained are true and correct.

Kerri Kellum
Notary Public, State of Washington
Residing at Ynnwood, WA
My commission expires: 6-27-2005

State of Indiana)
)
County of Marion)

BEFORE ME, a notary public, on this 24th day of January, 2002, personally appeared Richard M. Chyba, Michael Crider, Wayne H. Smith, J. Michael Vaught, each known to me to be the person whose name is subscribed to the foregoing document and, being by me first duly sworn, declared that the statements therein contained are true and correct.

Jayne C. Daniels
Notary Public, State of Indiana
My commission expires: January 7, 2009