

833388

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP

WAIT

MAIL

(Business Entity Name)

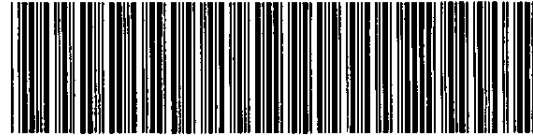
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

RECEIVED  
13 OCT 30 PM 2:02  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE FLORIDA

Office Use Only



200251248582

09/06/13--01026--014 \*\*52.50

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
13 OCT 30 PM 3:05

NOV - 4 2013

T. CARTER



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

September 17, 2013

LORI M. POWERS  
WHITE MOUNTAINS SOLUTIONS  
628 HEBRON AVE., BLDG 2, STE. 106  
GLASTONBURY, CT 06033

SUBJECT: AMERICAN GENERAL PROPERTY INSURANCE COMPANY  
Ref. Number: 833388

We have received your document for AMERICAN GENERAL PROPERTY INSURANCE COMPANY and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

A certificate or a document of similar import evidencing the amendment must be submitted with the application. The certificate should be authenticated as of a date 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 the records in the jurisdiction under the laws of which it is incorporated, formed, or organized. A translation of the certificate, under oath or affirmation of the translator, must be attached to a certificate which is not in English.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Tina D Carter  
Regulatory Specialist

Letter Number: 513A00021811



**White Mountains  
Solutions**

Lori M. Powers CPCU, ARc  
Vice President  
t. 860.368.2004  
f. 860.368.2010  
lori.powers@wtmsolutionsinc.com

October 29, 2013

VIA FEDERAL EXPRESS

Tina D. Carter  
Regulatory Specialist  
Florida Department of State  
Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**Re: American General Property Insurance Company Request for Name Change  
to Oakwood Insurance Company  
Reference Number: 833388 – Letter Number: 513A00021811**

Dear Ms. Carter:

Pursuant to your correspondence dated September 17, 2013, enclosed please find the following documents in support of the request to change the name of American General Property Insurance Company to Oakwood Insurance Company:

1. Executed Application by Foreign Profit Corporation to File Amendment to Application for Authorization to Transact Business in Florida;
2. Copy of your letter dated September 17, 2013;
3. Certificate of Similarity issued by the Tennessee Department of Commerce and Insurance, dated October 16, 2013, regarding the copy of the Amendment to the Charter of American General Property Insurance Company changing the name to Oakwood Insurance Company;
4. UCAA Certificate of Compliance from the Tennessee Commissioner of Commerce and Insurance;
5. Copy of the Tennessee Certificate of Authority for Oakwood Insurance Company;

It is my understanding the Department has retained our check (#21248) previously submitted in the amount of \$52.50 representing the filing fees. If this understanding is incorrect, please call me at 860-368-2004 and I will arrange for another check to be issued.

Should you have any questions or require further information, please contact me at your convenience. We look forward to receiving the certified copy of this filing and the certificate status.

Sincerely,

Lori M. Powers, CPCU, ARc  
Vice President and Compliance Officer

**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)**

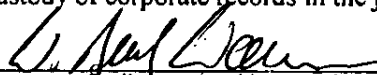
\_\_\_\_\_  
(Document number of corporation (if known))

1. American General Property Insurance Company  
(Name of corporation as it appears on the records of the Department of State)
2. Tennessee (Incorporated under laws of)      3. November 11, 1945 (Date authorized to do business in Florida)

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
13 OCT 30 PM 3:09

**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? February 26, 2013
5. Oakwood 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.

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

W. Neal Wasserman  
(Typed or printed name of person signing)

President  
(Title of person signing)



STATE OF TENNESSEE  
DEPARTMENT OF COMMERCE AND INSURANCE  
Insurance Division – Financial Affairs  
500 James Robertson Parkway  
Nashville, TN 37243  
615-741-1670

**Certificate of Similarity**

State of Tennessee Office of Commissioner of Commerce and Insurance

I, Julie Mix McPeak, hereby certify that I am the Commissioner of Commerce and Insurance  
(name) (position)

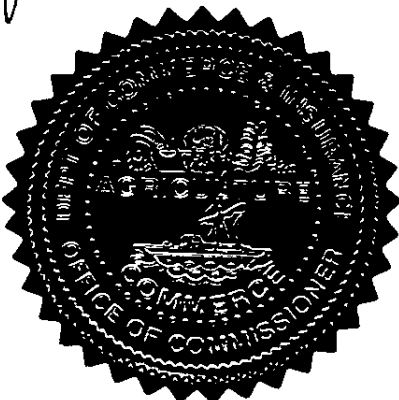
of the State of Tennessee and have supervision of insurance business in said State  
and the records thereof, and as such I hereby certify that the attached document is a true and correct  
copy of the records of this Division [amendment to Articles of Incorporation reflecting Name Change] for  
Oakwood Insurance Company (NAIC# 31208) (domicile: TENNESSEE).

IN TESTIMONY WHEREOF, I have hereunto set my hand at Nashville, Tennessee  
(location)

on this 16<sup>th</sup> day of October A.D. 2013  
(month)

Julie Mix McPeak  
(signature)

Julie Mix McPeak  
(printed name)





**STATE OF TENNESSEE**  
**Tre Hargett, Secretary of State**  
Division of Business Services  
William R. Snodgrass Tower  
312 Rosa L. Parks AVE, 6th FL  
Nashville, TN 37243-1102

OAKWOOD INSURANCE COMPANY  
STE 106  
628 HEBRON AVE  
GLASTONBURY, CT 06033-5018

February 26, 2013

### Filing Acknowledgment

Please review the filing information below and notify our office immediately of any discrepancies.

**Control # : 22521**      Status: Active  
Filing Type: Corporation For-Profit - Domestic

#### Document Receipt

Receipt # : 928529      Filing Fee: \$20.00  
Payment-Check/MO - Sirius International Holding Co., Inc., New York , NY      \$20.00

Amendment Type: Articles of Amendment      Image # : 7155-1316  
Filed Date: 02/26/2013 2:47 PM

This will acknowledge the filing of the attached articles of amendment with an effective date as indicated above. When corresponding with this office or submitting documents for filing, please refer to the control number given above.

You must also file this document in the office of the Register of Deeds in the county where the entity has its principal office if such principal office is in Tennessee.

Tre Hargett  
Secretary of State

Processed By: Kathy Sherrell

Field Name	Changed From	Changed To
Filing Name	AMERICAN GENERAL PROPERTY INSURANCE COMPANY	OAKWOOD INSURANCE COMPANY
Principal Address 1	AMERICAN GENERAL CEN	628 HEBRON AVE
Principal Address 2	No value	STE 106
Principal City	NASHVILLE	GLASTONBURY
Principal State	TN	CT
Principal Postal Code	37250-0001	06033-5018
Principal County	DAVIDSON COUNTY	No value
Mail Address 1	AMERICAN GENERAL CTR	628 HEBRON AVE
Mail Address 2	No value	STE 106
Mail City	NASHVILLE	GLASTONBURY
Mail State	TN	CT

<u>Field Name</u>	<u>Changed From</u>	<u>Changed To</u>
Mail Postal Code	37250-0001	06033-5018
Registered Agent #	0017611	0338616
Registered Agent Organization Name	AMERICAN GENERAL PROPERTY INSURANCE COMPANY	CORPORATION SERVICE COMPANY
Registered Agent Physical Address 1	AMERICAN GENERAL CTR	2908 POSTON AVE
Registered Agent Physical Postal Code	37250-0001	37203-1312

State of Tennessee



Department of State  
Corporate Filings  
312 Eighth Avenue North  
6th Floor, William R. Snodgrass Tower  
Nashville, TN 37243

ARTICLES OF AMENDMENT  
TO THE CHARTER  
(For-Profit)

For Office Use Only

FILED

CORPORATE CONTROL NUMBER (IF KNOWN) 000022521

PURSUANT TO THE PROVISIONS OF SECTION 48-20-106 OF THE TENNESSEE BUSINESS CORPORATION ACT, THE UNDERSIGNED CORPORATION ADOPTS THE FOLLOWING ARTICLES OF AMENDMENT TO ITS CHARTER:

1. PLEASE INSERT THE NAME OF THE CORPORATION AS IT APPEARS OF RECORD:  
AMERICAN GENERAL PROPERTY INSURANCE COMPANY

IF CHANGING THE NAME, INSERT THE NEW NAME ON THE LINE BELOW:  
OAKWOOD INSURANCE COMPANY

2. PLEASE MARK THE BLOCK THAT APPLIES:

- AMENDMENT IS TO BE EFFECTIVE WHEN FILED BY THE SECRETARY OF STATE.
- AMENDMENT IS TO BE EFFECTIVE, \_\_\_\_\_ (MONTH, DAY, YEAR)

(NOT TO BE LATER THAN THE 90TH DAY AFTER THE DATE THIS DOCUMENT IS FILED.) IF NEITHER BLOCK IS CHECKED, THE AMENDMENT WILL BE EFFECTIVE AT THE TIME OF FILING

3. PLEASE INSERT ANY CHANGES THAT APPLY:

- A. PRINCIPAL ADDRESS: 628 HEBRON AVENUE, SUITE 106  
GLASTONBURY CT STREET ADDRESS 06033  
CITY STATE/COUNTY ZIP CODE
- B. REGISTERED AGENT: Corporation SERVICE COMPANY
- C. REGISTERED ADDRESS: 2908 POSTON AVENUE  
NASHVILLE TN STREET ADDRESS 37203 DAVIDSON  
CITY STATE ZIP CODE COUNTY
- D. OTHER CHANGES: \_\_\_\_\_

4. THE CORPORATION IS FOR PROFIT.

5. THE MANNER (IF NOT SET FORTH IN THE AMENDMENT) FOR IMPLEMENTATION OF ANY EXCHANGE, RECLASSIFICATION, OR CANCELLATION OF ISSUED SHARES IS AS FOLLOWS:

6. THE AMENDMENT WAS DULY ADOPTED ON JANUARY 17, 2013 (MONTH, DAY, YEAR)  
BY (Please mark the block that applies):

- THE INCORPORATORS WITHOUT SHAREHOLDER ACTION, AS SUCH WAS NOT REQUIRED.
- THE BOARD OF DIRECTORS WITHOUT SHAREHOLDER APPROVAL, AS SUCH WAS NOT REQUIRED.
- THE SHAREHOLDERS.

PRESIDENT AND CEO

SIGNER'S CAPACITY

2/22/13  
DATE

SIGNATURE

W. NEAL WASSERMAN

NAME OF SIGNER (TYPED OR PRINTED)

7135, 1316, 02/26/2013, 10:27:54, RECEIVED BY TENNESSEE SECRETARY OF STATE THE KATHARINE



**CERTIFICATE OF AMENDMENT**

**TO THE CHARTER**

**OF**

**AMERICAN GENERAL PROPERTY INSURANCE COMPANY**

**Under**

**Section 48-20-106 of the Business Corporation Law of the State of Tennessee**

1. The Charter (the "Charter") of the Corporation was filed in the Office of the Commissioner of Commerce and Insurance of the State of Tennessee on September 23, 1974.

2. The Amendment to the Charter of the Corporation effected by this Certificate of Amendment is as follows:

Paragraph 1 of the Charter of the Corporation, stating the name of the Corporation, is hereby amended, to change the company's name from

AMERICAN GENERAL PROPERTY INSURANCE  
COMPANY

to:

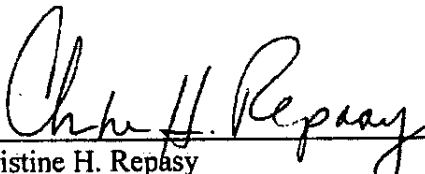
OAKWOOD INSURANCE COMPANY

*Paragraph 1 of the Charter is hereby amended, to read as follows: The name of the corporation is OAKWOOD INSURANCE COMPANY.*

4. The manner in which the foregoing amendments to the Charter of the Corporation were authorized was by unanimous written consent of the directors of the Corporation effective as of January 17, 2013 pursuant to Section 48-20-106 of the Business Corporation Law of the State of Tennessee, which consent was duly signed by all the directors of the Corporation, and the written consent of the sole shareholder of the Corporation effective as of January 18, 2013, pursuant to Section 48-20-106 of the Business Corporation Law of the State of Tennessee, which consent was duly signed by the sole shareholder of the Corporation.

IN WITNESS WHEREOF, we have signed this Certificate of Amendment on the 18<sup>th</sup> day of January 2013, and we confirm the statements contained herein as true under penalty of perjury.

  
\_\_\_\_\_  
W. Neal Wasserman  
President and Chief Executive Officer

  
\_\_\_\_\_  
Christine H. Repasy  
Executive Vice President, General Counsel  
and Secretary

**APPROVED**  
This 4 day of Feb. 2013

**The Department of  
Commerce and Insurance  
STATE OF TENNESSEE**

By   
\_\_\_\_\_  
Assistant Commissioner for Insurance

7159.1318, 02/26/2013, 1414156, RECEIVED BY MEMORANDUM SECRETARY OF STATE FOR HARPER

Applicant Name: Oakwood Insurance Company

NAIC No. 31208

FEIN: 62-0929818

**Uniform Certificate of Authority Application (UCAA)  
Certificate of Compliance**

State of Tennessee Office of Commissioner of Commerce and Insurance  
(Domiciliary state of applicant) (Commissioner, Superintendent, Officer)

I, Julie Mix McPeak hereby certify that I am the\*  
(name)

Commissioner of Commerce and Insurance of the State of Tennessee  
(position)

and have supervision of insurance business in said State and as such I hereby certify that

Oakwood Insurance Company  
(name of Insurer)

is duly organized under the laws of said State and is authorized to transact the business of Property, Casualty, and

Surety  
(line of insurance)\*\*

insurance in this State.

IN TESTIMONY WHEREOF, I have hereunto set my hand at Nashville, Tennessee  
(location)

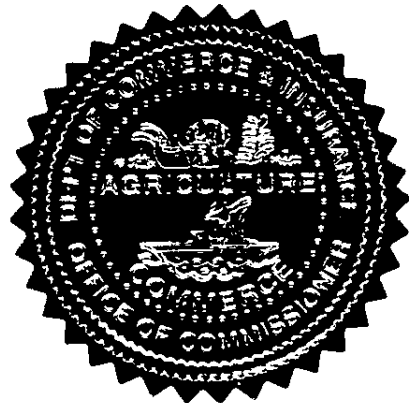
on this 20<sup>th</sup> day of \_\_\_\_\_, A.D. 2013  
(month)

Julie Mix McPeak  
(signature)

Julie Mix McPeak  
(printed name)

\* Insurance Commissioner, Officer or Superintendent of Insurance authorized to certify to the insurance business within the domiciliary state.

\*\* Lines of Insurance as shown on Form 3 of UCAA



# STATE OF TENNESSEE



## THE DEPARTMENT OF COMMERCE AND INSURANCE

### DIVISION OF INSURANCE

**Whereas, Oakwood Insurance Company (NAIC #31208),** a corporation organized under the laws of the state of **Tennessee** and having complied with such of the requirements of the Insurance laws of Tennessee as are applicable to the said corporation in order to enable it to transact business herein; therefore, I, Commissioner of Commerce and Insurance, do hereby license and authorize the said **Oakwood Insurance Company** subject to all the requirements and conditions of the laws to transact the business of **Casualty; Property; Surety** in the State of Tennessee, from **October 7, 1974**, until suspended or revoked.



In witness whereof, I have hereunto set my hand and caused the seal of my office to be affixed, at City of Nashville, in the State of Tennessee, this 27th day of April A.D. 2013

Julie Mix McPeak  
Julie Mix McPeak  
Commissioner  
Department of Commerce and Insurance