

P04560

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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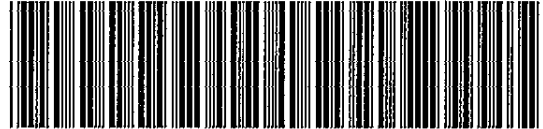
(Business Entity Name)

(Document Number)

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2003 MAR 12 PM 4:19

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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C. Couffette MAR 12 2003

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Reply to: Tallahassee Office

Email: pzeigler@katzlaw.com

March 12, 2003

Via Hand Delivery

Florida Secretary of State
Division of Corporations
Amendment Section
409 East Gaines Street
Tallahassee, Florida 32399


Re: Unitrin Auto and Home Insurance Company f/k/a General Security Insurance Company;
Your Document Number P04560 – Name Change

In connection with the name change referenced above, we have enclosed the following to be filed with the Division:

1. Transmittal Letter
2. Application for Amendment pursuant to s. 607.1504, Fla. Stat.
3. Certified copies of Articles of Amendment from domiciliary state
4. Check for \$43.75 filing fee and Certificate of Status

After the filing has been recorded, please forward the Certificate of Status to my attention at the address shown above. If you have questions regarding these matters, please contact me directly at 850-224-9634.

Very truly yours,


Paul A. Zeigler

PAZ/tj

Enclosures

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Unitrin Auto and Home Insurance Company (f/k/a General Security Insurance Company)
(Name of corporation) (Company)

DOCUMENT NUMBER: P04560

The enclosed Amendment and fee are submitted for filing.
Please return all correspondence concerning this matter to the following:

Paul A. Ziegler, Esq.
(Name of person)

Katz, Kutter, Alderman, Byrant & Yon, P.A.
(Name of firm/company)

Highpoint Center, 12th Floor, 106 E. College Avenue
(Address)

Tallahassee, Florida 32301-7748
(City/state and zip code)

For further information concerning this matter, please call:

Paul A. Ziegler, Esq. at (850) 224-9634
(Name of person) (Area code & daytime telephone number)

Enclosed is a check for the following amount:

- \$35.00 Filing Fee
- \$43.75 Filing Fee & Certificate of Status
- \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)
- \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

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)

P04560

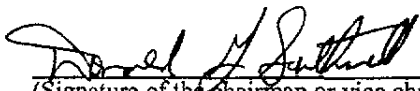
(Document number of corporation (if known))

FILED
2003 MAR 12 PM 4: 19
CLERK OF STATE
TALLAHASSEE, FLORIDA

1. General Security Insurance Company
(Name of corporation as it appears on the records of the Department of State)
2. New York (Incorporated under laws of) 3. 12/31/84 (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? 2/18/03
5. Unitrin Auto and Home 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)
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.
N/A (New jurisdiction)



(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)

Donald G. Southwell
(Typed or printed name)

3-7-03

(Date)

Chairman of the Board
(Title)

**CERTIFICATE OF AMENDMENT
OF
CHARTER
OF
GENERAL SECURITY INSURANCE COMPANY
UNDER
SECTION 1206 OF THE INSURANCE LAW OF THE STATE OF NEW YORK
AND
SECTION 805 OF THE NEW YORK BUSINESS CORPORATION LAW**

We, the undersigned Dale S. Hammond and Edwin P. Schultz of General Security Insurance Company (the "Corporation"), a corporation incorporated under the laws of the State of New York, DO HEREBY CERTIFY THAT:

1. The name of the Corporation is General Security Insurance Company. The name under which the Corporation was formed was General Security Insurance Company of Rockville, Maryland.

2. The Corporation's Charter was filed with the New York State Insurance Department on October 26, 1996.

3. The Corporation's Charter is hereby amended as follows:

Article (1) of the Corporation's Charter is amended to read in its entirety as follows:

The name of this corporation is: UNITRIN AUTO AND HOME INSURANCE COMPANY.

Article (2) of the Corporation's Charter is amended to read in its entirety as follows:

The principal office of the corporation shall be located in the County of Onondaga, State of New York. The corporation shall have the power to establish other offices in this state and elsewhere in the United States and in any part of the world to conduct its business wherever authorized by law.

Paragraph (A) of Article 6 of the Corporation's Charter is amended to read in its entirety as follows:

The annual meeting of the shareholders of the corporations shall be held at the principal office of the corporation or at such other place, within or without New York State, on the last Friday in April of each year, or on such other day as the directors by resolution or By-Law prescribe, for the purpose of electing directors and for the transaction of such other business as may properly be brought before the meeting.

The last sentence of Article (7) of the Corporation's Charter is amended to read in its entirety as follows:

The corporation may provide in its By-Laws for the creation of offices, the method of election or appointment thereto and the filling of vacancies therein.

4. This Certificate of Amendment of the Amended Charter was duly authorized by written consent of the Board of Directors of the Corporation, effective January 1, 2003, and by the written consent of the sole shareholder of the outstanding shares of common stock of the Corporation effective January 1, 2003.

IN WITNESS WHEREOF, we have signed this Amendment to the Charter of General Security Insurance Company on this 13th day of February, 2003.

GENERAL SECURITY INSURANCE COMPANY

By: Dale S. Hammond

Title: President

By: Edwin P. Schultz

Title: Secretary and Treasurer

STATE OF Florida)
COUNTY OF Duval)

BEFORE ME, the undersigned authority, on this day personally appeared Dale S. Hammond and Edwin P. Schultz, known to me to be the persons whose names are subscribed to the foregoing instrument, and acknowledged to me that they executed the same for the purposes and consideration therein expressed.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this 13th day of February, 2003.

(Seal)



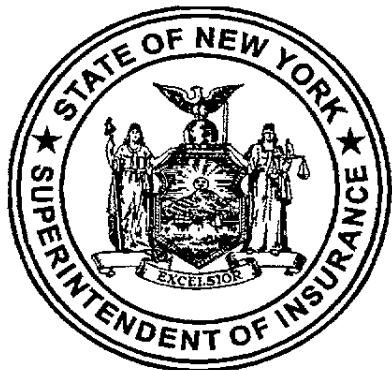
Angela F. Ellis
My Commission DD036363
Expires June 25, 2005

Angela F. Ellis
Notary Public
Commission Expires: 6/25/05

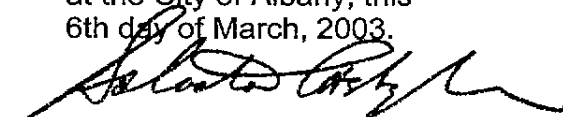
Short Certificate

**STATE OF NEW YORK
INSURANCE DEPARTMENT**

It is hereby certified that the annexed copy Certificate of Amendment of Charter of General Security Insurance Company, now known as Unitrin Auto and Home Insurance Company, of DeWitt, New York, as approved by this Department February 18, 2003, has been compared with the original on file in this Department and that it is a correct transcript therefrom and of the whole of said original.



In Witness Whereof, I have here-
unto set my hand and affixed
the official seal of this Department
at the City of Albany, this
6th day of March, 2003.


Special Deputy Superintendent