

PO6000017393

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

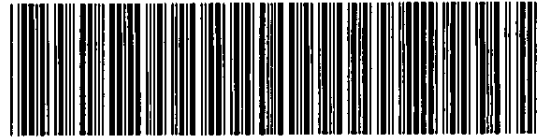
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



800312856898

05/07/18--01001--009 **43.75

18 MAY -4 PM 4:39

FILED

2018 MAY -4 PM 4:42

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAY 04 2018

T. LEMUEUX

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Auto Club Insurance Company of Florida

DOCUMENT NUMBER: P06000117393

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Steve Roddenberry
Name of Contact Person

Pennington, P.A.
Firm/ Company

215 S. Monroe Street
Address

Tallahassee, FL 32301
City/ State and Zip Code

srodzenberry@penningtonlaw.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

John Chamberlain at (813) 288-7223
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|--|---|---|--|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input checked="" type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) | <input type="checkbox"/> \$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
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

Auto Club Insurance Company of Florida

(Name of Corporation as currently filed with the Florida Dept. of State)

P06000117393

(Document Number of Corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

N/A

_____ *The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.," or the designation "Corp.," "Inc.," or "Co.". A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."*

B. Enter new principal office address, if applicable:
(Principal office address MUST BE A STREET ADDRESS)

N/A

C. Enter new mailing address, if applicable:
(Mailing address MAY BE A POST OFFICE BOX)

N/A

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent _____ N/A

(Florida street address)

New Registered Office Address: _____, Florida _____
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

FILED
2018 MAY - 4 PM 4: 42
SECRETARY OF STATE
TALLAHASSEE FLORIDA

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

Change PT John Doe

Remove V Mike Jones

Add SV Sally Smith

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change	<u>VC D</u>	<u>Christopher Baggaley</u>	<u>14055 Riveredge Drive, Suite 500</u>
<input type="checkbox"/> Add			<u>Tampa, FL 33637</u>
<input checked="" type="checkbox"/> Remove			
2) <input type="checkbox"/> Change	<u>D</u>	<u>Greg L. Backley</u>	<u>14055 Riveredge Drive, Suite 500</u>
<input type="checkbox"/> Add			<u>Tampa, FL 33637</u>
<input checked="" type="checkbox"/> Remove			
3) <input type="checkbox"/> Change	<u>D</u>	<u>Brian H. Deephouse</u>	<u>14055 Riveredge Drive, Suite 500</u>
<input type="checkbox"/> Add			<u>Tampa, FL 33637</u>
<input checked="" type="checkbox"/> Remove			
4) <input type="checkbox"/> Change	<u>D</u>	<u>Jeffery Zacek</u>	<u>14055 Riveredge Drive, Suite 500</u>
<input type="checkbox"/> Add			<u>Tampa, FL 33637</u>
<input checked="" type="checkbox"/> Remove			
5) <input type="checkbox"/> Change	<u>D</u>	<u>John Bruno</u>	<u>14055 Riveredge Drive, Suite 500</u>
<input checked="" type="checkbox"/> Add			<u>Tampa, FL 33637</u>
<input type="checkbox"/> Remove			
6) <input checked="" type="checkbox"/> Change	<u>VC D</u>	<u>Jeanine M. Raquet</u>	<u>14055 Riveredge Drive, Suite 500</u>
<input type="checkbox"/> Add			<u>Tampa, FL 33637</u>
<input type="checkbox"/> Remove			

E. If amending or adding additional Articles, enter change(s) here:

(Attach additional sheets, if necessary). (Be specific)

Article VII (Directors) is amended in its entirety to read as set forth below:

"ARTICLE VII. Directors

(a) The corporation shall have five (5) directors, the majority of whom shall be United States citizens, and all of whom shall be over the age of 18. The authorized number of directors may be increased or decreased from time to time by the affirmative vote or written consent of a majority of the directors of the corporation; provided that no decrease in the number of directors shall shorten the term of any incumbent director or reduce the number of directors to less than five (5).

(b) Directors shall be elected for a term ending upon the date of the next annual meeting of shareholders, but shall hold office until their successors are elected or appointed, and have qualified.

(c) Any director may be removed from office at any time with or without cause, by the affirmative vote of the holders of a majority of the shares then entitled to vote at an election of directors."

F. If an amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself;

(if not applicable, indicate N/A)

N/A

February 13, 2018

The date of each amendment(s) adoption: _____, if other than the date this document was signed.

Effective date if applicable: May 3, 2018
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Adoption of Amendment(s) (CHECK ONE)

The amendment(s) was/were adopted by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval

by _____."
(voting group)

The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Dated May 3, 2018

Signature Jennifer A. Wiedrick

(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Jennifer A. Wiedrick

(Typed or printed name of person signing)

Chief Financial Officer, Treasurer and Vice President

(Title of person signing)

RIDER TO ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION

- 7) Change P CEO D James C. Santo 14055 Riveredge Drive, Suite 500
 Add Tampa, FL 33637
 Remove _____
- 8) Change P D Jamie B. Boutilier 14055 Riveredge Drive, Suite 500
 Add Tampa, FL 33637
 Remove _____