

P40325

(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



900017557859

FILED
03 APR 30 AM 11:46
SECRETARY OF STATE
HALL ASSISEE FLOOR

04/30/03--01127--009 **53.50

P40325-
Amount due
*Cut Copy
*Cut of ST
4-30-03

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: United Financial Casualty Company
(Name of corporation)

DOCUMENT NUMBER: P40325

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Karen Kosuda
(Name of person)

Progressive Casualty Insurance Company
(Name of firm/company)

300 North Commons Boulevard (OHF11)
(Address)

Mayfield Village, Ohio 44143
(City/state and zip code)

For further information concerning this matter, please call:

Karen Kosuda at (440) 395-0232
(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)

(\$53.50 is enclosed due to # of pages)

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)

P40325

(Document number of corporation (if known))

1. United Financial Casualty Company
(Name of corporation as it appears on the records of the Department of State)

2. Missouri
(Incorporated under laws of)

3. 9/1/92
(Date authorized to do business in Florida)

FILED
03 APR 30 AM 11:46
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? N/A

5. N/A
(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.

Ohio
(New jurisdiction)

Kathleen M. Cerny
(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)

Kathleen M. Cerny
(Typed or printed name)

4/28/03
(Date)

Asst. Secretary
(Title)

DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
12/31/2002	200236500108	DOMESTIC ARTICLES/FOR PROFIT (ARF)	400.00	100.00	.00	.00	.00

Receipt

This is not a bill. Please do not remit payment.

C.T. CORPORATION SYSTEM
17 S. HIGH STREET
COLUMBUS, OH 43215

STATE OF OHIO**Ohio Secretary of State, J. Kenneth Blackwell**

1359701

It is hereby certified that the Secretary of State of Ohio has custody of the business records for
UNITED FINANCIAL CASUALTY COMPANY
and, that said business records show the filing and recording of:

Document(s)
DOMESTIC ARTICLES/FOR PROFIT

Document No(s):
200236500108



United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of
the Secretary of State at Columbus,
Ohio this 30th day of December,
A.D. 2002.

J. Kenneth Blackwell
Ohio Secretary of State

STATE OF OHIO
DEPARTMENT OF INSURANCE
2100 STELLA COURT
COLUMBUS, OH 43215-1067

RECEIVED
SECRETARY OF STATE

2002 DEC 30 PM 4:19

CLERK OF COURT

IN THE MATTER OF :
 :
THE REDOMESTICATION OF : ORDER AND JOURNAL ENTRY
 :
UNITED FINANCIAL :
 :
CASUALTY COMPANY :

1. United Financial Casualty Company, (the "Company") presently domiciled in the State of Missouri, has applied to the Superintendent of Insurance for approval to redomesticate to Ohio pursuant to §3913.40 of the Ohio Revised Code. The Company currently has a certificate of authority to conduct the business of property and casualty insurance in the state of Ohio.
2. The Company has designated its principal place of business in this state as 6300 Wilson Mills Road, Mayfield Village, Ohio 44143 and its mailing address as PO Box 5070, Cleveland, Ohio 44101. No evidence has been submitted that the proposed transfer of domicile is not in the interest of the policyholders of the state of Ohio.

NOW THEREFORE IT IS ORDERED THAT:

1. The redomestication of the Company from Missouri to Ohio is approved as of the date below.
2. The Company will be issued an amended certificate of authority that shows that it is domiciled in the state of Ohio as of its original date of incorporation in Missouri (June 13, 1984).

12-23-02
Date

Holly Sadeghs
Holly Sadeghs
Interim Superintendent of Insurance



**Attorney General
Betty D. Montgomery**

October 28, 2002

Karen Kosuda
Compliance Manager I
Progressive Casualty Insurance Co.
Law Department
300 North Commons Blvd., OH-F11
Mayfield Village, OH 44143

Re: Articles of Incorporation and Redomestication for
United Financial Casualty Company

Dear Ms. Kosuda:

Enclosed are your original documents presented to the Department of Insurance, the Department's preclearance letters, and the Attorney General's approval letters. It is your responsibility to effect the filing with the Secretary of State.

Sincerely,

BETTY D. MONTGOMERY
Attorney General

A handwritten signature in black ink, appearing to read "Scott Myers".

SCOTT MYERS
Assistant Attorney General
Health and Human Services Section
30 E. Broad Street, 26th Fl.
Columbus, Ohio 43215-3428
(614) 466-8600

SM:mnw
Enclosures

State Office Tower / 30 East Broad Street / Columbus, Ohio 43215-3400
www.ag.state.oh.us
An Equal Opportunity Employer



**Attorney General
Betty D. Montgomery**

October 28, 2002

The Honorable Kenneth Blackwell
Secretary of State
Corporations Department
180 E. Broad Street, 16th Flr.
Columbus, Ohio 43215

ATTN: Patrick Hole
Legal Department

Re: Articles of Incorporation and Redomestication for
United Financial Casualty Company

Dear Sir:

I have reviewed the August 28, 2002, Articles of Incorporation and Redomestication for United Financial Casualty Company. I have consulted with the Ohio Department of Insurance which has expressed its approval of the articles in question.

Based upon my examination of the articles and my review of the relevant statutes, I find the amendment to be in accordance with the constitution and laws of the State of Ohio and of the United States.

Sincerely,

BETTY D. MONTGOMERY
Attorney General

A handwritten signature in black ink, appearing to read "Scott Myers".

SCOTT MYERS
Assistant Attorney General
Health and Human Services Section
30 E. Broad Street, 26th Flr.
Columbus, Ohio 43215-3428
(614) 466-8600

SM:mnw
Enclosures
cc: Stephen J. Vamos, III

State Office Tower / 30 East Broad Street / Columbus, Ohio 43215-3400

www.ag.state.oh.us

An Equal Opportunity Employer



State of Ohio
Department of Insurance
2100 Stella Court Columbus, Ohio 43215-1067
(614) 644-2658 www.ohioinsurance.gov

HEALTH & HUMAN
SERVICES SECTION

Bob Taft
Governor
J. Lee Covington II
Director

(614) 644-2640
Fax (614) 644-3742
steve.vamos@ins.state.oh.us

October 2, 2002

Scott Myers, Esq.
Assistant Attorney General
Health & Human Services Section
Ohio Attorney General's Office
30 East Broad Street, 26th Floor
Columbus, Ohio 43215-3428

Re: United Financial Casualty Company
Articles of Incorporation and Redomestication

Dear Mr. Myers:

Enclosed please find the originally executed Articles of Incorporation and Redomestication of the above-referenced insurance company.

Based upon my review, the Department extends its pre-clearance to the Articles of Incorporation and Redomestication, which, upon filing with the Secretary of State, will transfer the company's state of domicile from Missouri to Ohio as of its original date of incorporation.

Very truly yours,

Stephen J. Vamos, III
Staff Counsel
Office of Legal Services

ARTICLES OF INCORPORATION AND REDOMESTICATION
OF
UNITED FINANCIAL CASUALTY COMPANY

PREAMBLE: The United Financial Casualty Company seeks redomestication from the State of Missouri to the State of Ohio subject to approval by the Superintendent of Insurance pursuant to Section 3913.40 of the Ohio Revised Code as it now exists or may hereafter be amended. United Financial Casualty Company was incorporated under the laws of the State of Missouri on June 13, 1984. United Financial Casualty Company's current state of domicile address is 11457 Olde Cabin Road, Suite 235, St. Louis, Missouri 63141.

The undersigned does hereby certify that the following Articles supercede and replace any and all prior Articles of Incorporation of United Financial Casualty Company:

FIRST: The name of the corporation shall be United Financial Casualty Company.

SECOND: The place in the State of Ohio in which the corporation is to establish its principal office is Mayfield Village, Cuyahoga County.

THIRD: The purpose of the corporation is to transact the general insurance business, except life insurance, in any of the kinds of insurance set forth in and authorized by Section 3929.01 of the Ohio Revised Code, as it now exists or may hereafter be amended, including issuing insurance contracts, making investments as authorized by law, and, in general, to do all things necessary or incidental to the operation of said business.

FOURTH: The number of shares which the corporation is authorized to issue and have outstanding is One Hundred Twenty-Eight (128), which shall be Common Shares, Twenty-Three Thousand Five Hundred Dollars (\$23,500.00) par value.

FIFTH: The amount of capital with which the corporation shall begin business is \$2,500,000 of which amount \$1,500,000 shall constitute paid-in-capital and \$1,000,000 shall constitute contributed surplus.

IN WITNESS WHEREOF, I have hereunto subscribed my name this 7th day of December, 2001.

UNITED FINANCIAL CASUALTY COMPANY

By: Kathleen M. Cerny
Kathleen M. Cerny, Assistant Secretary

UNITED FINANCIAL CASUALTY COMPANY
CERTIFIED COPY OF RESOLUTIONS

RESOLVED, that the Board of Directors of Company recommends to the sole shareholder that, due to business reasons, the Company be redomesticated to the State of Ohio;

FURTHER RESOLVED, that the President, Vice President, Secretary or Assistant Secretary be and hereby are authorized and directed to execute and file, for and on behalf of Company, an Application for Redomestication with the State of Ohio Department of Insurance; and

FURTHER RESOLVED, that the President, Vice President, Secretary or Assistant Secretary of Company be and are hereby authorized and directed to do all things necessary or desirable to give effect to these resolutions.

I, Kathleen M. Cerny, do hereby certify that I am the duly elected, qualified and acting Assistant Secretary of United Financial Casualty Company, a Missouri corporation (the "Company"); that I have custody of the official records of the Company; and that the foregoing is a true, correct, and complete copy of the resolutions duly adopted on the 20th of November, 2001, by the unanimous consent of the directors of the Company in a written action approved and signed as specified in §351.340 of the Missouri General and Business Corporation Law; and that said resolutions are valid and binding, and have not been amended, modified or rescinded, and are in full force and effect on the date hereof.

IN WITNESS WHEREOF, I have hereunto set my hand as such Assistant Secretary and affixed the seal of the Company on the 28th day of August, 2002.

SEAL

Kathleen M. Cerny
Kathleen M. Cerny

UNITED FINANCIAL CASUALTY COMPANY
CERTIFIED COPY OF RESOLUTIONS

RESOLVED, that the request of the Board of Directors of Company to file an Application for Redomestication with the State of Ohio Department of Insurance ("Department"), is hereby approved; and

FURTHER RESOLVED, that the Officers of Company are hereby authorized and directed to execute and file with the Department all such documents, certificates and other writings and to take or cause to be taken all such other action as may be necessary or desirable to give effect to the foregoing resolution.

I, Kathleen M. Cerny, do hereby certify that I am the duly elected, qualified and acting Assistant Secretary of United Financial Casualty Company, a Missouri corporation (the "Company"); that I have custody of the official records of the Company; and that the foregoing is a true, correct, and complete copy of the resolutions duly adopted on the 20th of November, 2001, by the sole shareholder of the Company in a written action approved and signed as specified in §351.273 of the Missouri General and Business Corporation Law; and that said resolutions are valid and binding, and have not been amended, modified or rescinded, and are in full force and effect on the date hereof.

IN WITNESS WHEREOF, I have hereunto set my hand as such Assistant Secretary and affixed the seal of the Company on the 28th day of August, 2002.

SEAL


Kathleen M. Cerny