

GRANGER,  
SANTRY  
& HEATH, P.A.

ATTORNEYS AND COUNSELORS

MAILING ADDRESS:  
POST OFFICE BOX 14129  
TALLAHASSEE, FLORIDA 32317  
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(CAPITAL CIRCLE NORTHEAST)

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P04241

October 26, 1998

FILED  
OCT 26 PM 4:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SHARON A. DI MURO \*  
SUSAN S. FOLTZ  
MICHAEL L. GRANGER  
DAVID P. HEATH  
VICTORIA E. HEULER  
JAIME D. LIANG  
CHAD S. LUCAS  
ELIZABETH J. MAYKUT  
GEORGE G. RASKY  
MINDY K. RAYMAKER  
FRANK J. SANTRY  
DAVID P. STEFFEN

\*ALSO ADMITTED IN GEORGIA

VIA HAND DELIVERY

The Honorable Sandra Mortham  
Division of Corporations  
Gaines Street  
Tallahassee, FL 32314

500002673595--6

-10/27/98--01055--029

\*\*\*\*105.00 \*\*\*\*\*52.50

RE: PROVIDIAN FIRE INSURANCE COMPANY  
Change of Name to Worldwide Casualty Insurance Company

Dear Ms. Mortham:

Enclosed are documents necessary to effect the above-referenced name change. A check in the amount of \$96.25 is also enclosed to cover the fee.

Please use the enclosed envelope to provide us with the ~~Certificate of Status and Amendment to the Application of a Foreign Corporation~~ reflecting this change. Please call us at 385-3800 when these documents are ready and we will send a runner to pick them up.

Thank you for your assistance. Please call with any questions.

Sincerely,

GRANGER, SANTRY & HEATH, P.A.

Elizabeth J. Maykut

CALL WHEN  
Ready  
385-3800

EJM

Enclosures: as referenced.

RECEIVED  
98 OCT 26 PM 4:31  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

ATR  
10/28/98

Providian Auto and Home Insurance  
20 Moores Road  
Frazer, Pennsylvania 19355



**VIA HAND DELIVERY**

October 23, 1998

Florida Department of State  
Amendment Section  
Division of Corporations  
P. O. Box 6317  
Tallahassee, FL 32314

**RE: Change of Name for Providian Fire Insurance Company  
To Worldwide Casualty Insurance Company**

Dear Sir/Madam:

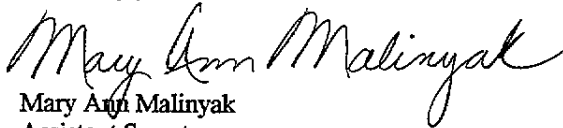
Pursuant to the requirements of Section 607.1504, Florida Statutes, enclosed are the following documents concerning a change of name for Providian Fire Insurance Company:

1. Application by Foreign Profit Corporation To File Amendment To Application  
For Authorization To Transact Business in Florida.
2. Certified Amended and Restated Articles of Incorporation
3. Certificate of Compliance
4. Check in the amount of \$96.25 (includes the fee for a Certificate of Status)

Would you please process these documents to effect the name change with your office. The Company hereby authorizes you to release the Certificate of Status in the new name to our legal representative from Granger, Santry, Mitchell & Heath.

If you have any questions, please call me toll-free at 800-523-5626, extension 4813, or direct at 610-648-4813. Thank you for your attention to this matter.

Very truly yours,

  
Mary Ann Malinyak  
Assistant Secretary

/mm

Enclosures

**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)**

FILED  
98 OCT 26 PM 4:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. Providian Fire Insurance Company  
Name of corporation as it appears on the records of the Department of State.
2. Kentucky  
Incorporated under laws of
3. December 4, 1984  
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? October 15, 1998
5. Worldwide Casualty 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.  
No change  
New Duration
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.  
No change  
New Jurisdiction

Mary Ann Malinyak  
Signature

October 22, 1998  
Date

Mary Ann Malinyak  
Typed or printed name

Assistant Secretary  
Title

COMMONWEALTH OF KENTUCKY

DEPARTMENT OF INSURANCE

It is hereby certified that the annexed copy of the Amended and Restated Articles of Incorporation of Providian Fire Insurance Company Changing the name of the Corporation to Worldwide Casualty Insurance Company

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 hereunto set my

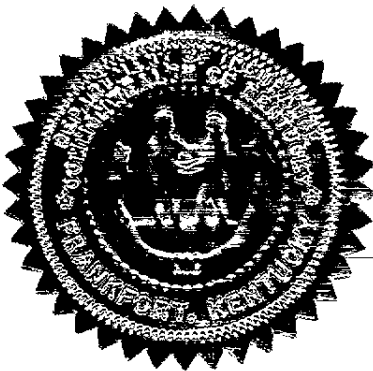
hand, and affixed the official seal of this

Department at the City of Frankfort, this

19th day of October 1998



Commissioner of Insurance



RECEIVED & FILED

*1800*  
OCT 16 3 53 PM '98

JOHN Y. BROWN III  
SECRETARY OF STATE  
COMMONWEALTH OF KENTUCKY  
BY *[Signature]*

AMENDED AND RESTATED ARTICLES

OF ARTICLES OF INCORPORATION OF  
PROVIDIAN FIRE INSURANCE COMPANY

APPROVED  
*[Signature]*  
OCT 16 1998  
DEPT. OF INSURANCE  
KENTUCKY

To the Secretary of the Commonwealth of Kentucky:

Pursuant to the provisions of Chapter 271B of the Kentucky Revised Statutes, the undersigned Corporation hereby amends its Articles of Incorporation, and for that purpose, submits the following statement:

1. The name of the Corporation is Providian Fire Insurance Company, which, by these Articles, will be changed to Worldwide Casualty Insurance Company.
2. In order to amend Article I to change the name of the Company, and to amend Article VI to change the registered office and registered agent, the amended and restated Articles of Incorporation of the Corporation duly adopted are as follows:

ARTICLE I

The name of the Corporation is WORLDWIDE CASUALTY INSURANCE COMPANY

ARTICLE II

The period of duration of the Corporation is perpetual.

ARTICLE III

The purpose for which the Corporation is organized is to engage, directly or through ownership of other corporations, partnerships or joint ventures, in the transaction of any and all lawful business for which corporations may be incorporated under the Kentucky Business Corporation Act and the Kentucky Insurance Code. In the event of any conflict between the provisions of the Kentucky Business Corporation Act and the Kentucky Insurance Code, the Kentucky Insurance Code shall control.

ARTICLE IV

The Corporation proposes to transact any two or more of the following kinds of insurance: health, property, surety, casualty, marine and transportation.

APPROVED FOR FORM AND LEGALITY OFFICE  
OF THE ATTORNEY GENERAL, FRANKFORT, KENTUCKY

BY *[Signature]*

#### ARTICLE V

The aggregate number of shares of stock which the Corporation shall have authority to issue is ten thousand shares of common stock with a par value of \$100 per share.

#### ARTICLE VI

The address of the registered office of the corporation is C.T. Corporation System, Kentucky Home Life Building, Louisville, Kentucky, 40202.

#### ARTICLE VII

The business of the Corporation shall be managed by a Board of Directors, the number and qualifications of the members of which shall be fixed by, or in the manner provided in, the By-Laws. The number of Directors constituting the initial Board of Directors of the Corporation is eight (8), and the names and address of the persons who are to serve as Directors until the first annual meeting of shareholders and until their successors are elected and qualify are:

William H. Davies, Jr.  
Randall L. Fox  
John Franco  
Roy V. Lind

V. Dean Quillet  
Theodore S. Rosky  
Richard M. Sellers  
Thomas E. Simons

Address: Commonwealth Building  
Louisville, Kentucky 40202

#### ARTICLE VIII

The names and address of the Incorporators, each of whom is more than eighteen years of age, a resident of Kentucky and a citizen of the United States, are:

Randall L. Fox  
Lowell E. Keene  
Theodore S. Rosky

Address: Commonwealth Building  
Louisville, Kentucky 40202

3. The Articles of Incorporation were amended by resolutions of the Board of Directors pursuant to the provisions of KRS 271B.10-030 and by the unanimous consent of the shareholders, pursuant to the provisions of KRS 271B.7-040, on January 13, 1998.



**DEPARTMENT OF INSURANCE**

P.O. Box 517

FRANKFORT, KENTUCKY 40602-0517

(502) 564-3630

**GEORGE NICHOLS III**  
COMMISSIONER

**PAUL E. PATTON**  
GOVERNOR

**CERTIFICATE OF COMPLIANCE**

I, George Nichols III, Commissioner of Insurance of the Commonwealth of Kentucky, do hereby certify that the Worldwide Casualty Insurance Company, Louisville, Kentucky, is duly organized under the laws of the Commonwealth of Kentucky and is authorized indefinitely to transact the business of insurance as defined in KRS 304.5-110 (Multiple Line), provided that such authority be not revoked.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of this Department at the City of Frankfort, this 19th day of October 1998.

A handwritten signature in black ink, reading "George Nichols III", is written over a horizontal line.

George Nichols III  
Commissioner

