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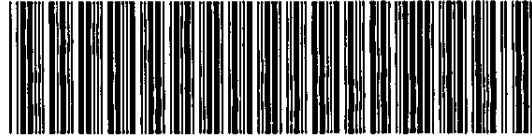
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TALLAHASSEE, FLORIDA

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FEB 10 2016

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**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** Accredited Surety and Casualty Company, Inc.

**DOCUMENT NUMBER:** 385112

Please return all correspondence concerning this matter to the following:

Michelle Smith

Name of Contact Person

Accredited Surety and Casualty Company, Inc.

Firm/ Company

4798 New Broad Street, Suite 200

Address

Orlando, FL 32814

City/ State and Zip Code

michelle.smith@accredited-inc.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Michelle Smith

at ( 407 ) 629-2131

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:

☐ \$35 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  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**APPROVED**

FEB 03 2016

**THIRD RESTATED  
ARTICLES OF INCORPORATION  
OF**

**Docketed by:** *Alyssa Lashley*

**ACCREDITED SURETY AND CASUALTY COMPANY, INC.**

In accordance with Section 607.1007, Florida Statutes, the Articles of Incorporation of Accredited Surety and Casualty Company, Inc., a Florida corporation (the "Corporation"), as previously amended, restated, supplemented or otherwise modified, are hereby amended and restated to read in their entirety as follows (such Articles of Incorporation, as amended and restated hereby are referred to herein as the "Articles of Incorporation"). These Articles were unanimously approved and adopted in accordance with Section 607.1002, Florida Statutes by the Directors of the Corporation by decision of the Board of Directors taken on December 8, 2015:

**ARTICLE I - NAME AND PRINCIPAL OFFICE OF CORPORATION**

The name of the Corporation is Accredited Surety and Casualty Company, Inc. The mailing address of the Corporation is P.O. Box 140855, Orlando, Florida 32814. The principal place of business of the Corporation is 4798 New Broad Street, Suite 200, in the City of Orlando, County of Orange and State of Florida 32814.

**ARTICLE II - GENERAL NATURE OF BUSINESS**

The general nature of the business or businesses of this Corporation, and its objects, purposes and powers shall be:

- (a) To transact the following kinds of insurance as now defined in the Florida Insurance Code now in effect, or as may be hereinafter amended: All lines of Casualty Insurance, Surety Insurance, Marine Insurance, and Property insurance, except Life and Title insurance.
- (b) To effect the reinsurance of any risks taken by it and to assume reinsurance of any risks which it could have originally undertaken.
- (c) In furtherance, and not in limitation, of the objects of the corporation, the corporation shall have the power to do all and everything necessary, suitable and proper for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers hereinafter set forth, either alone or in association with other corporations, firms, individuals, and governmental agencies, and to do every other act or acts, things or things, incident or pertinent to or growing out of or connected with the aforesaid business or powers, or any part or parts thereof; further, to have and exercise such powers as are conferred by the laws and statutes of the State of Florida upon corporations formed for the purposes herein set forth.

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ORANGE COUNTY, FLORIDA

### ARTICLE III - CAPITAL STOCK

The total number of shares of all classes of stock that the Corporation is authorized to issue and have outstanding at any one time is Two Hundred Thousand (200,000) shares of voting common stock having a par value of Twenty Three Dollars (\$23.00) per share.

### ARTICLE IV - REGISTERED AGENT

The current Registered Agent of this Corporation is Deborah A. Snow, whose business office is identical with the Corporation's registered office set forth below.

### ARTICLE V - ADDRESS OF REGISTERED OFFICE

The street address of the registered office of this Corporation is 4798 New Broad Street, Suite 200, Orlando, Florida 32814.

### ARTICLE VI - TERM OF EXISTENCE

This Corporation will continue to exist perpetually, unless dissolved according to law. The effective date of these Fourth Restated Articles of Incorporation will be the date of their filing with the Secretary of State for the State of Florida.

### ARTICLE VII - BOARD OF DIRECTORS

A. As of the date of filing these Third Restated Articles of Incorporation, the number of Directors of this Corporation is ten (10).

B. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws of this Corporation, but will never be less than five (5).

C. The name and street address of the members of the Board of Directors who are holding office for the Corporation as of the date of filing of these third Restated Articles of Incorporation and who will continue to hold office until their successors are elected and have qualified are:

<u>Name</u>	<u>Street Address</u>
Thomas A. Booth	F.B. Perry Building, 40 Church Street, PO Box HM6062 Hamilton, HM HX, Bermuda
Albert J. Campofiore	4798 New Broad Street, Suite 200, Orlando, Florida 32814
Paul Dassenko	340 Madison Avenue, Suite 1911, New York, NY 10173
Marney N. Emcl	4798 New Broad Street, Suite 200, Orlando, Florida 32814

Phillipe Sloan	130 Fenchurch Street, London, EC3M 5DJ, United Kingdom
Sharon S. Jallad	4798 New Broad Street, Suite 200, Orlando, Florida 32814
Alan C. Pollard	8 <sup>th</sup> Floor, Two Minster Court, London, EC3R 7BB, United Kingdom
Kenneth E. Randall	8 <sup>th</sup> Floor, Two Minster Court, London, EC3R 7BB, United Kingdom
Pamela S. Sellers-Hoelsken	Two Logan Square, Suite 600, Philadelphia, PA 19103
Deborah A. Snow	4798 New Broad Street, Suite 200, Orlando, Florida 32814

#### ARTICLE VIII - INDEMNIFICATION

The Corporation will have the power, in its sole discretion, to indemnify and hold harmless any Officer or Director (or any former Officer or Director) to the full extent permitted by 607.0850 of the Florida Statutes, from and against any and all liability, damage or loss (including costs, interest and attorney's fees) resulting from claims, demands, suits or judgments arising from any incident, error, commission or omission caused or created by an act of said Officers or Directors (or former Officers or Directors) while serving in their official capacities on behalf of this Corporation.

In accordance with Section 607.1007, Florida Statutes, the undersigned officer hereby certifies that: (a) the foregoing Third Amended and Restated Articles of Incorporation contain no amendments requiring shareholder approval; (b) the amendments were approved by unanimous written consent of the Board of Directors on December 8, 2015; and (c) these duly adopted Third Amended and Restated Articles of Incorporation supersede the Second Restated Articles of Incorporation, as amended.

Deborah A. Snow, President

