

800568

TRANSMITTAL LETTER

TO: Amendment Section  
Division of Corporations

SUBJECT: Colonial Penn Franklin Insurance Company  
(Name of corporation)

DOCUMENT NUMBER: \_\_\_\_\_

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Nancy M. Liu  
(Name of person)

GE Casualty Insurance Company  
(Name of firm/company)

500 Virginia Drive  
(Address)

Fort Washington, PA 19034  
(City/state and zip code)

400007082774--2  
-08/13/02--01071--002  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

For further information concerning this matter, please call:

Nancy M. Liu at ( 267 ) 468-3017  
(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

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

02 AUG 13 PM 4: 08

FILED

8/13/02  
NIC  
Amend  
NB



**Colonial Penn Insurance Company**  
A GE Financial Assurance Company

*Nancy M. Liu*  
*Counsel*  
*(267) 468-3017*  
*fax no. (267) 468-3866*  
*email address: nancy.liu@gecapital.com*

*Executive Offices*  
*500 Virginia Drive, Ft. Washington, PA 19034*

August 12, 2002

**PERSONAL AND CONFIDENTIAL**

Florida Department of State  
Registration Section  
Division of Corporations  
Attention: Susan Payne, Senior Section Administrator  
409 E. Gaines St.  
Tallahassee, Florida 32399

RE: Colonial Penn Insurance Company (name change to GE Property & Casualty Insurance Company)  
Colonial Penn Franklin Insurance Company (name change to GE Casualty Insurance Company)  
Colonial Penn Madison Insurance Company (name change to GE Indemnity Insurance Company)

Dear Ms. Payne:

We are in receipt of your letter of July 9, 2002.

As per our phone conversations of July 30, July 31 and August 1, 2002, attached please find withdrawal forms and amendment forms for the above referenced companies. As per our phone conversation of August 1, 2002, you agreed to waive the withdrawal fees for the above referenced companies. For the amendment, we have included copies of the previously submitted certifications and filing fees of \$43.75 for each company.

Thank you for your assistance in this matter. Please do not hesitate to call me if you have any questions regarding these matters or require any additional information.

Very truly yours,

*Nancy M. Liu*  
Nancy M. Liu

**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)**

1. Colonial Penn Franklin Insurance Company  
Name of corporation as it appears on the records of the Department of State.

2. Pennsylvania 3. November 29, 1913  
Incorporated under laws of 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? July 1, 2002

5. GE 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.

\_\_\_\_\_  
New Duration

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

\_\_\_\_\_  
New Jurisdiction

Nancy M Liu 8/12/02  
Signature Date

Nancy M. Liu Assistant Secretary  
Typed or printed name Title

FILED  
02 AUG 13 PM 4:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

MAY 14, 2002

TO ALL WHOM THESE PRESENTS SHALL COME. GREETING:

GE CASUALTY INSURANCE COMPANY

I, C Michael Weaver, acting Secretary of the Commonwealth of Pennsylvania do hereby certify that the foregoing and annexed is a true and correct photocopy of Articles of Amendment

which appear of record in this department



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.

*C. Michael Weaver*

ACTING Secretary of the Commonwealth

JSOW



COMMONWEALTH OF PENNSYLVANIA  
INSURANCE DEPARTMENT

Office of Regulation of Companies

1345 Strawberry Square  
Harrisburg, PA 17120  
www.insurance.state.pa.us

Telephone (717) 783-2660  
Fax (717) 787-8557

July 31, 2001

Nancy M. Liu  
Counsel  
GE Financial Assurance  
500 Virginia Drive  
Fort Washington, PA 19034

Via Fax: (267) 468-3866

RE: Name Approvals  
GE Property & Casualty Insurance Company  
GE Casualty Insurance Company  
GE Indemnity Insurance Company

Dear Ms. Liu:

The following information is being provided in response to your request, received on July 30, 2001.

Please be advised that the phrasing of the above referenced names have been reviewed and found to be acceptable to the Pennsylvania Insurance Department. You will need to submit a copy of this letter to the Pennsylvania Department of State, Corporation Bureau.

This Department does not reserve company names. Name reservations can be arranged with the Corporations Bureau, Pennsylvania State Department, telephone number (717) 787-1057.

I trust that the information provided is responsive to your request. Please feel free to contact me at (717) 783-2660 should you have any questions.

Sincerely,

*Stephanie A. Ohnmacht*  
Stephanie A. Ohnmacht  
Insurance Company Licensing Specialist  
Company Licensing Division

RECEIVED

AUG 02 2001

LEGAL DEPARTMENT

# 73102

AUG 14 2001

Microfilm Number \_\_\_\_\_  
Entry Number 73102

Filed with the Department of State of Pennsylvania  
*[Signature]*  
Secretary of the Commonwealth

ARTICLES OF AMENDMENT-DOMESTIC BUSINESS CORPORATION  
DSCB 15-79 (Rev 90)

In compliance with the requirements of 15 Pa.C.S. § 1915 (relating to articles of amendment), the undersigned business corporation, desiring to amend its Articles, hereby states that:

- The name of the corporation is: Colonial Penn Franklin Insurance Company
- The (a) address of this corporation's current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):  
 (a) 500 Virginia Drive, Fort Washington, Pennsylvania, 19034 Montgomery  
 (Number and Street) (City) (State) (Zip) (County)  
 (b) (a) \_\_\_\_\_ (Name of Commercial Registered Office Provider) (County)  
 For a corporation represented by a commercial registered office provider, the county in (b) shall be deemed the county in which the corporation is located for venue and official publication purposes.
- The statute by or under which it was incorporated is: Act of May 17, 1921
- The date of its incorporation is: February 5, 1866
- (Check, and if appropriate complete, one of the following):  
 The amendment shall be effective upon filing these Articles of Amendment in the Department of State.  
 The amendment shall be effective on: July 1, 2002 at 12:01 am.  
 Date Hour
- (Check one of the following):  
 The amendment was adopted by the shareholders (or members) pursuant to 15 Pa.C.S. § 1914(a) and (b).  
 The amendment was adopted by the board of directors pursuant to 15 Pa.C.S. § 1914(c).
- (Check, and if appropriate complete, one of the following):  
 The amendment adopted by the corporation, set forth in full, is as follows:  
"FIRST: NAME  
The name of this corporation is:  
GE CASUALTY INSURANCE COMPANY"
- The amendment adopted by the corporation is set forth in full in Exhibit A attached hereto and made a part hereof.

PA DEPT. OF STATE  
AUG 14 2001

200163-1379

DSCB:15-1915 (Rev 90) 2

8. (Check if the amendment restates the Articles):

The restated Articles of Incorporation supersede the original Articles and all amendments thereto.

IN TESTIMONY WHEREOF, the undersigned corporation has caused these Articles of Amendment to be signed by a duly authorized officer thereof this 13<sup>th</sup> day of August 2001

COLONIAL PENN FRANKLIN INSURANCE COMPANY  
(Name of Corporation)

BY Nancy M. Low  
(Signature)

TITLE Assistant Secretary

COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

MAY 10, 2002

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

GE CASUALTY INSURANCE COMPANY

is duly incorporated under the laws of the Commonwealth of Pennsylvania and remains a subsisting corporation so far as the records of this office show, as of the date herein.



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.

*C. Michael Stewart*

ACTING Secretary of the Commonwealth

TCHI