

807425

OneBeacon
INSURANCE

October 24, 2001

Ms. Velma Shepard
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Request for Certificates of Status

Dear Sir or Madam,

400004663354--7
-11/02/01--01004--002
****140.00 *****43.75

RE: Name Changes:

- 1) CGU Insurance Company to OneBeacon Insurance Company
- 2) General Accident Insurance Company to Pennsylvania General Insurance Company
- 3) CGU Insurance Company of New Jersey to The Camden Fire Insurance Association
- 4) Commercial Union Insurance Company to OneBeacon America Insurance Company

Please provide me New Certificates of Status for the above companies. Also, I have enclosed Certified Amended Articles to be filed with you office. Enclosed are the following document:

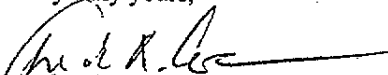
- Application by Foreign Profit Corporation to Field Amendment to Application for Authorization to Transact Business in Florida
- Certified Amended Articles for the above companies and a check totaling \$140.00 to cover cost of filing the articles (\$35.00 x 4 cos. = \$140.00).
- A check totaling \$35.00 to cover the costs of issuing New Certificates of Status for the above Name changes (\$8.75 x 4 cos. = \$35.00).
- Certificates of Compliance for the above companies

Please mail the New Certificates of Status to me at the following address:

Ms. Andrea Crowe, B17-12
CGU
One Beacon Street
Boston, Massachusetts 02108

If you have any questions, please contact me at (617) 725-7227. Thank you.

Very truly yours,


Andrea R. Crowe
Paralegal

Enclosures

Rec'd 10/30

N/C
Amend

N/C

FILED
02 MAR 11 PM 3:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

December 4, 2001

MS. ANDREA CROWE, B17-12
CGU
ONE BEACON STREET
BOSTON, MA 02108

SUBJECT: CGU INSURANCE COMPANY OF NEW JERSEY
Ref. Number: 807425

We have received your document for CGU INSURANCE COMPANY OF NEW JERSEY and your check(s) totaling \$140.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Your document is being returned as I have had no further communication with you since our phone call of November 2, 2001.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6909.

Velma Shepard
Corporate Specialist

Letter Number: 801A00064024



March 8, 2002

Ms. Susan Payne
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Request for Certificates of Status

Dear Sir or Madam,

RE: Name Change:

CGU Insurance Company of New Jersey to **The Camden Fire Insurance Association**

- 1) Fictitious name: The Camden Fire Insurance Association
- 2) FL Legal Name: The Camden Fire Insurance Association, Inc.

Please provide me two Certificates of Status for the above company in both the fictitious name and Florida legal name. Also enclosed are certified Amended Articles to be filed with you office. enclosed are the following document:

- Application for Registration of Fictitious Name, including a fee in the amount of **\$80.00**
- Application by Foreign Profit Corporation to Field Amendment to Application for Authorization to Transact Business in Florida
- Certified Amended Articles of Incorporation (\$35.00 fee was previously included and paid by check No. 189580, dated 10/4/01)
- Issuance of new Certificates of Status(\$8.75 fee was previously submitted and paid by check No. 198214, dated 11/16/01). Therefore, I have enclosed a check in the amount of **\$10.00** to cover the fee of the fictitious name Certificate of Status.

Please mail the two new Certificates of Status using the enclosed self-addressed, postage paid overnight envelope. If you have any questions, please contact me at 617-725-7227. Thank you.

Very truly yours,

A handwritten signature in black ink, appearing to read "Andrea R. Crowe", with a long horizontal line extending to the right.

Andrea R. Crowe
Paralegal

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)

1. CGU Insurance Company of New Jersey
Name of corporation as it appears on the records of the Department of State.
2. New Jersey 3. 9/06/47
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? 9/06/2001
5. The Camden Fire Insurance Association, Inc.
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


Signature

Dennis R. Smith
Typed or printed name

3/5/02
Date

Secretary
Title

FILED
02 MAR 11 PM 3:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of New Jersey



DEPARTMENT OF BANKING AND INSURANCE

I, Holly C. Bakke, Acting Commissioner of Banking and Insurance, of the State of New Jersey do hereby certify that the annexed is a true copy of the

***** Certificate of Amendment to the Certificate of Incorporation of CGU Insurance Company of New Jersey *****

as taken from and compared with the original **Certificate**
filed **September 6, 2001** now remaining on file in this Department.

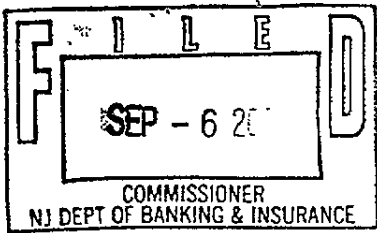
In Testimony Whereof, I have hereunto set my

Hand and affixed my Official Seal, at Trenton

This **15th** day of **February, 2002**

A handwritten signature in cursive script, appearing to read "Holly C. Bakke".

Acting Commissioner of Banking and Insurance



CERTIFICATE OF AMENDMENT TO THE
CERTIFICATE OF INCORPORATION
OF
CGU INSURANCE COMPANY OF NEW JERSEY

ARRIVED

2001 SEP 15 A 8:55

BURLINGTON COUNTY CLERK

Pursuant to the provisions of Sections 17:26-1 *et seq.* of the New Jersey Statutes, the undersigned, CGU Insurance Company of New Jersey, a corporation organized under Sections 17:17-1 *et seq.* of the New Jersey Statutes, executes the following Certificate of Amendment to its Certificate of Incorporation:

1. The name of the Corporation is: CGU Insurance Company of New Jersey.
2. The following resolutions authorizing an amendment to the Certificate of Incorporation were approved by the Board of Directors of the Corporation on the 9th day of August, 2001:

RESOLVED: That Paragraph FIRST of the Certificate of Incorporation of this Corporation be amended so as to read in its entirety as follows:

FIRST: The name of this Corporation is The Camden Fire Insurance Association.

RESOLVED: That the Certificate of Incorporation of this Corporation, as amended by the amendment described in the foregoing resolution, be restated in its entirety, and that the form of Restated Certificate of Incorporation of this Corporation attached hereto be and hereby is adopted and ratified.

RESOLVED: That the Board of Directors of this Corporation hereby declares the amendment described in the foregoing resolutions to be advisable, and that said amendment be submitted to the sole stockholder of this Corporation for consideration and approval.

3. The following resolutions approving an amendment to the Certificate of Incorporation were duly adopted by the stockholders of the Corporation on the 9th day of August, 2001:

RESOLVED: That Paragraph FIRST of the Certificate of Incorporation of this Corporation be amended so as to read in its entirety as follows:

FIRST: The name of this Corporation is The Camden Fire Insurance Association.


RESOLVED: That the Certificate of Incorporation of this Corporation, as amended by the amendment described in the foregoing resolution, be restated in its entirety, and that the form of Restated Certificate of Incorporation of this Corporation attached hereto be and hereby is adopted and ratified.

4. The number of shares outstanding at the time of the adoption of the amendment was: 500,000. The total number of shares entitled to vote thereon was: 500,000.

5. The numbers of shares voting for and against such amendment were as follows:


<u>Number of Shares Voting for Amendment</u>	<u>Number of Shares Voting against Amendment</u>
500,000	0

IN WITNESS WHEREOF, CGU Insurance Company of New Jersey has caused this Certificate of Amendment to its Certificate of Incorporation to be signed by its Senior Vice President and Secretary, and its corporate seal to be hereto affixed, this 9th day of August, 2001.



Roger M. Singer, Senior Vice President


(Corporate Seal)



Dennis R. Smith, Secretary

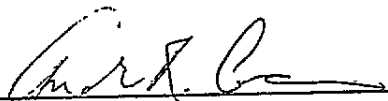
COMMONWEALTH OF MASSACHUSETTS)
) ss:
COUNTY OF SUFFOLK)

BE IT REMEMBERED, that on this 9th day of August, 2001, before me, the subscriber, a Notary Public of the Commonwealth of Massachusetts, personally appeared Dennis R. Smith, who being by me duly sworn on his oath, does depose and make proof to my satisfaction that he is the Secretary of CGU Insurance Company of New Jersey; that Roger M. Singer is the Senior Vice President of said Company; that the execution, as well as the making of the within Certificate of Amendment to the Certificate of Incorporation has been duly authorized by a proper resolution of the Board of Directors of said Company; that deponent well knows the corporate seal of said Company and that the seal affixed to said Instrument is such corporate seal and was thereto affixed, and said Instrument was signed and delivered by the Senior Vice President, as and for his voluntary act and deed of said Company, in presence of deponent, who subscribed his name below.



Dennis R. Smith, Secretary

Sworn and Subscribed to before me
on this 9th day of August, 2001.



Andrea R. Crowe, Notary Public
My Commission Expires: June 14, 2002

(Notarial Seal)

RESTATED CERTIFICATE OF INCORPORATION
OF
THE CAMDEN FIRE INSURANCE ASSOCIATION

THIS IS TO CERTIFY that the Amended Certificate of Incorporation of The Camden Fire Insurance Association, formerly known as CGU Insurance Company of New Jersey, is hereby restated as amended in its entirety to the end that such Restated Certificate of Incorporation should fully and completely set forth all the terms and conditions of the Certificate of Incorporation under which the Corporation shall hereafter transact business:

FIRST: The name of this Corporation is The Camden Fire Insurance Association.

SECOND: The location of the principal office of this Corporation in the State of New Jersey is 400 Fellowship Road, Mount Laurel, New Jersey 08054.

THIRD: The kinds of insurance proposed to be transacted by said Corporation are: Against direct or indirect loss or damage to property, including loss of use or occupancy, by fire, lightning, or tempest on land, being kinds of insurance authorized by Paragraph "A" of Section 17:17-1 of the revised statutes of New Jersey, and any other kind or kinds of insurance that may be proper subjects of insurance, except upon the lives of persons or the granting of annuities, as may be authorized by the Commissioner of Insurance pursuant to said Section 17:17-1 of the revised statutes of New Jersey.

FOURTH: The Corporation is to be a stock corporation.

FIFTH: The authorized capital stock of this Corporation is \$4,200,000 divided into 500,000 shares of a par value of \$8.40 each.

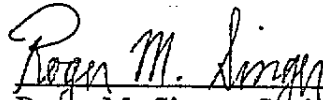
SIXTH: The period of the duration of the Corporation shall be unlimited.

SEVENTH: A meeting of the stockholders shall be held at least annually, at a time and place to be designated from time to time by the Directors and stated in the notice of the meeting.

EIGHTH: The Corporation shall have the power to classify policyholders and permit all or some of them to participate in the profits of the Corporation at such time and under such terms as the Board of Directors may determine.

NINTH: The Board of Directors shall be vested with the power to make and alter the By-Laws of the Corporation.

IN WITNESS WHEREOF, CGU Insurance Company of New Jersey has caused this Restated Certificate of Incorporation to be signed by its Senior Vice President and Secretary, and its corporate seal to be hereto affixed, this 9th day of August, 2001.



Roger M. Singer, Senior Vice President


(Corporate Seal)



Dennis R. Smith, Secretary

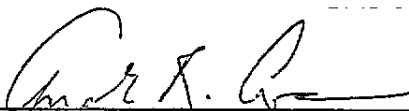
COMMONWEALTH OF MASSACHUSETTS)
) ss:
COUNTY OF SUFFOLK)

BE IT REMEMBERED, that on this 9th day of August, 2001, before me, the subscriber, a Notary Public of the Commonwealth of Massachusetts, personally appeared Dennis R. Smith, who being by me duly sworn on his oath, does depose and make proof to my satisfaction that he is the Secretary of CGU Insurance Company of New Jersey; that Roger M. Singer is the Senior Vice President of said Company; that the execution, as well as the making of the within Restated Certificate of Incorporation has been duly authorized by a proper resolution of the Board of Directors of said Company; that deponent well knows the corporate seal of said Company and that the seal affixed to said Instrument is such corporate seal and was thereto affixed, and said Instrument was signed and delivered by the Senior Vice President, as and for his voluntary act and deed of said Company, in presence of deponent, who subscribed his name below.



Dennis R. Smith, Secretary

Sworn and Subscribed to before me
on this 9th day of August, 2001.




Andrea R. Crowe, Notary Public
My Commission Expires: June 14, 2002

(Notarial Seal)

I hereby certify that the annexed Certificate of Amendment to the Certificate of Incorporation of CGU Insurance Company of New Jersey, dated August 9, 2001, has been submitted and examined by me as provided in N.J.S.A. 17:26-1, and that I find the Certificate of Amendment to be substantially in accordance with the provisions of that statute and not inconsistent with the Constitution and laws of this State.

JOHN J. FARMER, JR.
ATTORNEY GENERAL OF NEW JERSEY

By:



Karyn G. Gordon
Deputy Attorney General

Dated: August 16, 2001

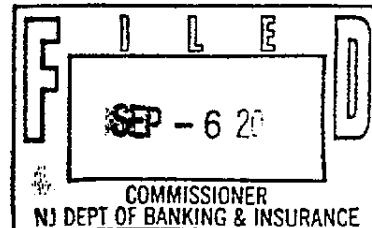
RECORDING DATA PAGE

CGU
ONE BEACON ST
BOSTON, MA 02108

Receipt No : 306737
Document No : 3555833 Type : CER
Recording Date : 09/06/2001
Login id : ccpinter

BOOK 20 PAGES 166-172

Recorded	Filed
Sep 06 2001 08:16am	Sep 06 2001 08:16am
Burlington County Clerk	Burlington County Clerk



Clerk of Burlington County • 49 Rancocas Rd. • Mt. Holly, NJ 08060
609-265-5180