

812188

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

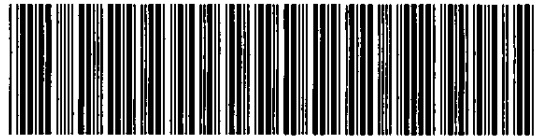
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



300112770083

12/06/07--01045--012 **52.50

EFFECTIVE DATE

12/31/07

FILED

**07 DEC -6 PM 3:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

Name Change
12/10 SF

OK ✓

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: American Live Stock Insurance Company*
(Name of Corporation)

DOCUMENT NUMBER: 812188

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Frederick Pomerantz, Esq.

(Name of Contact Person)

Wilson Elser Moskowitz Edelman & Dicker LLP

(Firm/Company)

150 East 42nd Street, 20th Floor

(Address)

New York, NY 10017

(City/State and Zip Code)

For further information concerning this matter, please call:

Eugene Y. Gu, Esq.

(Name of Contact Person)

at (212) 490-3000, ext. 2524

(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
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

* To be renamed Hiscox Insurance Company Inc. Effective 12/31/2007

WILSON, ELSER, MOSKOWITZ, EDELMAN & DICKER LLP

150 E. 42nd Street, New York, New York 10017 Tel: (212) 490-3000 Fax: (212) 490-3038

*Albany • Baltimore • Boston • Chicago • Dallas • Garden City • Houston • Las Vegas • London • Los Angeles • McLean
Miami • Newark • New York • Orlando • Philadelphia • San Diego • San Francisco • Stamford • Washington, DC • White Plains
Affiliates: Berlin • Cologne • Frankfurt • Mexico City • Munich • Paris*

www.wilsonelser.com

December 3, 2007

Via Express Mail

Florida Department of State
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

**Re: Name Change as a Result of Hiscox Holdings Inc.'s Acquisition of ALTOHA, Inc.,
Sole Shareholder Parent of
American Live Stock Insurance Company
Our File No.: 09921.00002**

Dear Sir / Madam:

As counsel representing Hiscox Holdings Inc., the acquiring company in the above-captioned transaction, we are pleased to inform you that Hiscox Holdings Inc., a Delaware corporation, acquired 100% of the issued and outstanding shares of ALTOHA, Inc., the sole shareholder parent of American Live Stock Insurance Company, an Illinois company ("Company"). The actual transfer of the shares to Hiscox Holdings Inc. occurred on August 17, 2007.

We filed the applicable documents with the Florida Office of Insurance Regulation after the transaction. As per the instructions on the website of the Florida Department of State, we may be required to make a filing with your Department. Through the instant filing, we intend to alert you to, and to effect, as of December 31, 2007, the following changes:

1. Change of the name of the Company to Hiscox Insurance Company Inc., to become effective December 31, 2007.
2. Amending the articles of incorporation to reflect, among others, the change of the name, to become effective December 31, 2007.
3. Amending the bylaws to reflect the change of the name, to become effective December 31, 2007.

We require a prospective effective date of December 31, 2007 for the name change so that all states can receive and process our filings and grant regulatory approvals on or before this uniform effective date. Prior to December 31, 2007, the old company name "American Live Stock Insurance Company" is to be used continuously in connection with any policies sold to insureds in all states where the Company is and has been continuously licensed. Our request for the prospective effective date of the name change has been made to the Illinois Insurance Division and the amended Articles and Bylaws have been approved by the Illinois Insurance Division.

We submit the following fee and documents in compliance with the filing requirements of your Department:

- A. Check in the amount of \$52.50 payable to the Florida Department of State, for filing the Application by Foreign Profit Corporation to File Amendment to Application for Authorization to Transact Business in Florida;
- B. Application by Foreign Profit Corporation to File Amendment to Application for Authorization to Transact Business in Florida; and
- C. A Certificate of Compliance from the Illinois Insurance Division, showing the new name of the Company "Hiscox Insurance Company Inc." and the former name "American Live Stock Insurance Company"

If all documents are in order, please promptly send us the Certificate of Status so that we can complete our filing with the Florida Office of Insurance Regulation. Should you have any questions or comments as to any of the attached documents or information regarding the name change, please do not hesitate to contact me at 212-490-3000, extension 2109 or email me at fred.pomerantz@wilsonelser.com.

Very truly yours,

WILSON, ELSER, MOSKOWITZ, EDELMAN & DICKER LLP



Frederick J. Pomerantz

Enclosures

cc: Leonard Fisher, Director of Compliance, Hiscox Inc.
Michael L. Rybak, Vice President, American Live Stock Insurance Company

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)

812188

(Document number of corporation (if known))

1. American Live Stock Insurance Company
(Name of corporation as it appears on the records of the Department of State)
2. Illinois 3. 2/5/1958
(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? 12/31/2007

5. Hiscox Insurance Company Inc. (effective 12/31/2007)
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," appropriate abbreviation, if not contained in new name of the corporation)

Not Applicable

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

Not Applicable


(New duration)

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

Not Applicable

(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.


(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Michael L. Rybak

(Typed or printed name of person signing)

Vice-President

(Title of person signing)

FILED
07 DEC -6 PM 3:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF ILLINOIS



Department of Financial and Professional Regulation Division of Insurance

WHEREAS, the HISCOX INSURANCE COMPANY INC. (formerly American Live Stock Insurance Company) located at GENEVA in the State of **Illinois** was incorporated pursuant to the provisions of the "**Illinois Insurance Code**" applicable to said Company:

NOW, THEREFORE, I the undersigned, Director of Insurance of the State of Illinois, do hereby certify the said Company is authorized to transact its appropriate business as set forth under Clause(s)

(b), (c), (e), (f), (h), (i), (j), (k) of Class 2
(a), (b), (c), (d), (e), (f), (g), (h) of Class 3

of Section 4 of the "**Illinois Insurance Code**" in this State, in accordance with the laws thereof.

DEPARTMENT OF FINANCIAL AND
PROFESSIONAL REGULATION of the State of
Illinois;

DATE: November 26, 2007

DIVISION OF INSURANCE


MICHAEL T. MCRAITH
DIRECTOR OF INSURANCE

