

819105

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

(Business Entity Name)

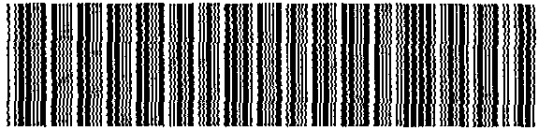
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

*Changing jurisdiction  
from MN to Iowa*

Office Use Only



600022059406

08/07/03--01027--020 \*\*35.00

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
2003 AUG - 7 AM 10:36

*Amendment  
NFT  
8-14-03*

# American Summit Insurance Company

P. O. Box 2650 / Waco, Texas 76702-2650

(254) 399-0626 / (254) 399-0765

June 9, 2003

Certification Section  
Division of Corporations  
409 E. Gaines  
Tallahassee, Florida 32399

VIA Overnight Delivery  
Federal Express

Re: Redomestication of  
American Summit Insurance Company

Dear Division of Corporations:

One April 23, 2003, I mailed you a letter to request a Certificate of Status for the above-referenced company. I received the document and it stated that American Summit Insurance Company was organized under the laws of Minnesota. I realized that you had never been notified of American Summit redomesticating from Minnesota to Iowa (under previous ownership) and Iowa to Texas. I called your office to inquire as to what documents were needed to make these changes. I have provided the following documents as per your letter as follows:

1. Transmittal Letter
2. Application For Authorization to Transact Business in Florida
3. Original Certification from State of Iowa approving the Restated Articles of Incorporation for American Summit's redomestication from Minnesota to Iowa
4. Original Certification from State of Texas approving the Restated Articles of Incorporation for American Summit's redomestication from Iowa to Texas
5. Our check number 27822 for \$52.50 representing the Filing Fees and Certificate of Status

Please let me know if there is additional information that is needed. I can be reached at (254) 756-4411, extension 309. Please forward the new Certificate of Status to me at: **P. O. Box 2028, Waco, Texas 76703-2028**, as this is where the Corporate records are maintained.

Sincerely,



Melinda C. Holcomb  
Corporate Assistant Secretary

/mch  
Enclosures



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

June 23, 2003

AMERICAN SUMMIT INSURANCE COMPANY  
% MELINDA HOLCOMB  
P.O. BOX 2650  
WACO, TX 76702-2650

*Madeleine*

SUBJECT: AMERICAN SUMMIT INSURANCE COMPANY  
Ref. Number: 819105

We have received your document for AMERICAN SUMMIT INSURANCE COMPANY and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please call in reference to your document.

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) 245-6916.

Carol Mustain  
Document Specialist

Letter Number: 603A00038274

**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.)

FILED  
SECRETARY OF CORPORATION  
DIVISION OF CORPORATION  
2003 AUG - 7 AM 10:37

**SECTION I**  
**(1-3 MUST BE COMPLETED)**

1. American Summit Insurance Company  
Name of corporation as it appears on the records of the Department of State.
2. Minnesota 3. October 22, 1965  
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? N/A
5. N/A  
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.  
N/A  
New Duration
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.  
Des Moines, Iowa  
New Jurisdiction

Gregory D. Vanek  
Signature

7-8-03  
Date

Gregory D. Vanek  
Typed or printed name

President  
Title

**STATE OF IOWA**  
**INSURANCE DIVISION**  
**CERTIFICATE OF SIMILARITY**

*I, Therese M. Vaughan, Commissioner of Insurance do hereby certify that I am the official charged with the general control, supervision and direction of all insurance business transacted in the State of Iowa, and charged with the execution of the laws relating to insurance in said jurisdiction. As such official, I am custodian of the records pertaining to the Insurance Division of Iowa. I further certify that the attached instrument is a true and correct copy of*

the Restated Articles of Incorporation of American Summit Insurance Company Approved  
December 23, 1999

*as the same appears of record in this Division.*

*IN WITNESS WHEREOF, I have  
hereunto set my hand and caused my  
official seal to be affixed at the City of  
Des Moines this 6th day of June,  
A.D. 2003.*



Original seal is red

*Therese M. Vaughan*  
\_\_\_\_\_  
COMMISSIONER OF INSURANCE

235429

**RESTATED ARTICLES OF INCORPORATION  
OF  
AMERICAN SUMMIT INSURANCE COMPANY**

We, James E. Murphy and Thomas C. Farr, President and Secretary, respectively, of AMERICAN SUMMIT INSURANCE COMPANY, a corporation organized and existing under the Laws of the State of Minnesota, hereby certify that said Company at a special meeting of the stockholders of said Company held at its administrative office in the City of West Des Moines, State of Iowa on the 15<sup>th</sup> day of December, 1999, and acting pursuant to Section 490.1007 of the Iowa Business Corporation Act, restated its Articles of Incorporation as follows:

RESTATED ARTICLES OF INCORPORATION OF AMERICAN SUMMIT INSURANCE COMPANY ADOPTED PURSUANT TO SECTION 490.1007 OF THE IOWA BUSINESS CORPORATION ACT, AND IN COMPLIANCE WITH SECTION 490.902 AND 515.99 OF THE IOWA BUSINESS ACT AND THE IOWA INSURANCE CODE FOR THE PURPOSE OF REDOMESTICATING THE ABOVE NAMED CORPORATION CURRENTLY DOMESTICATED IN MINNESOTA.

99 DEC 23 AM 9:56  
RECEIVED  
SECRETARY OF STATE  
IOWA

**ARTICLE ONE**

The name of this Corporation is "AMERICAN SUMMIT INSURANCE COMPANY".

**ARTICLE TWO**

The term for which this Corporation shall exist is and shall be perpetual.

**ARTICLE THREE**

This Corporation is an Iowa domiciled insurance company authorized to generally engage in the business of writing and underwriting contracts of insurance other than life, and to generally engage in any business and have authority to do anything provided for or permissible now or that may be hereafter authorized under the laws of the State of Iowa.

**ARTICLE FOUR**

The aggregate number of shares which the Corporation is authorized to issue is 5,000,000 of common stock of the par value of \$1.00 each. Fully paid capital stock of this Corporation is non-assessable and no stock is issued until fully paid.

**ARTICLE FIVE**

The fiscal year of the Corporation shall commence on the first day of January and end on the 31<sup>st</sup> day of December of each year.

5

## ARTICLE SIX

The address of the registered office and the principal executive office of the Corporation in the State is 1111 Ashworth Road, West Des Moines, Iowa 50265, and the name of its registered agent at such address is Thomas C. Farr. The annual meeting of the shareholders of the Corporation shall be held at the Corporation's principal executive office in West Des Moines, Iowa on the second Thursday in February at 8:00 a.m., with such notice, and pursuant to such procedures, as specified in the Bylaws of the Corporation.

## ARTICLE SEVEN

The management of this Corporation shall be vested in a Board of Directors consisting of not less than five (5) nor more than twenty-one (21) directors who shall be stockholders of the Company, and who, upon being elected and qualified, shall manage the affairs and concerns of said Company until their successors are chosen and qualified. Said directors are to be elected by the holders of the common stock or by such terms as may be described in the Bylaws, provided, however, that a new board can be elected by a special meeting of the holders of the majority of the common stock called for that purpose at any time. The directors' terms shall be staggered so as to permit the election of one-third (1/3) of the board at each annual shareholders' meeting. Meetings of the Board of Directors shall be held at such place and time as specified in the Bylaws of the Corporation or as from time to time fixed by Resolution of the Board. The names of the persons who are to serve as directors until the next annual meeting of the shareholders or until their successors are elected and qualified are:

Darryl D. Hansen  
Jeffrey D. Eaton  
Douglas D. Howell  
Janice K. Backstrom  
Larry D. Morris

The address for the above directors is 1111 Ashworth Road, West Des Moines, Iowa 50265.

## ARTICLE EIGHT

The Corporation shall indemnify any and all persons whom it may have the power to indemnify under the Iowa Business Corporation Act, as the same may be amended and supplemented, against any and all of the expenses, liabilities and other matters referred to in or covered by said Business Corporation Act.

## ARTICLE NINE

The above and foregoing Restated Articles of Incorporation supersede the Articles of Incorporation and all amendments thereto.

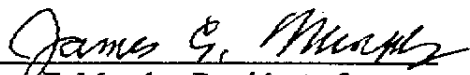
CERTIFICATION


We, James E. Murphy and Thomas C. Farr, President and Secretary, respectively, of American Summit Insurance Company, a corporation organized and existing under the laws of the State of Minnesota, hereby certify that at a special meeting of the Stockholders held at the administrative offices of the Company at West Des Moines, Iowa, on December 15, 1999, the Stockholders adopted a Resolution to Restate the Articles of Incorporation of said Company as herein above indicated with the vote of the Stockholders being as follows:

<u>Share Designation</u>	<u>Outstanding Shares</u>	<u>Eligible Voters</u>	<u>Voters Represented</u>
Common	2,500,000	2,500,000	2,500,000
<u>Votes for the Resolution</u>		<u>Votes Against the Resolution</u>	
2,500,000		Zero	

IN WITNESS WHEREOF, we have hereunder signed this Certificate as President and Secretary, respectively, of the said American Summit Insurance Company, and caused the seal of said Company to be attached thereto this 17<sup>th</sup> day of December, 1999.

(Corporate Seal)

  
James E. Murphy, President of  
American Summit Insurance Company

  
Thomas C. Farr, Secretary of  
American Summit Insurance Company





**CERTIFICATE OF APPROVAL  
ATTORNEY GENERAL**

Pursuant to provisions of the Iowa Code, the undersigned approves the "Restated Articles of Incorporation" for American Summit Insurance Company (adopted December 15, 1999) and finds them in conformance with the laws of the United States and with the laws and Constitution of the State of Iowa.

THOMAS J. MILLER  
Attorney General of Iowa

12-22-99  
Date

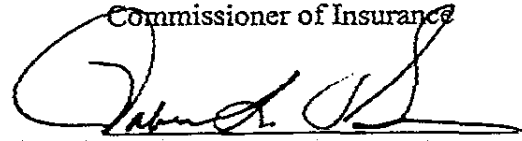
By:   
SCOTT M. GALENBECK  
Assistant Attorney General

**CERTIFICATE OF APPROVAL  
COMMISSIONER OF INSURANCE**

Pursuant to the provisions of the Iowa Code, the undersigned approves the "Restated Articles of Incorporation" for American Summit Insurance Company (adopted December 15, 1999).

THERESE M. VAUGHAN  
Commissioner of Insurance

12-23-99  
Date

By:   
ROBERT L. HOWE  
Deputy Commissioner of Insurance

Cert of Approval - Articles

FILED  
IOWA  
SECRETARY OF STATE  
12-23-99  
9:56 AM  
W225376