

1/11/2017

825007

Division of Corporations

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SECTION OF FLORIDA
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COR AMND/RESTATE/CORRECT OR O/D RESIGN SOMPO JAPAN INSURANCE COMPANY OF AMERICA

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JAN 12 2017
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**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)**

825007

 (Document number of corporation (if known))

1. Sompo Japan Insurance Company of America
 (Name of corporation as it appears on the records of the Department of State)
2. New York 3. 09/17/1970
 (Incorporated under laws of) (Date authorized to do business in Florida)

17 JAN 11 AM 9:35
 STATE OF FLORIDA
 DEPARTMENT OF REVENUE

**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? January 1, 2017

5. Sompo America 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)

Not Applicable

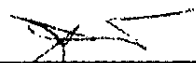
(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

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)


 (Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)
John Calotta
 (Typed or printed name of person signing)

Secretary
 (Title of person signing)



NEW YORK STATE
DEPARTMENT of
FINANCIAL SERVICES

Andrew M. Cuomo
Governor

Maria T. Vullo
Superintendent

The attached Certificate of Amendment of the Charter of Sompo Japan Insurance Company of America, of the City & State of New York, as filed pursuant to Section 805 of the New York Business Law, to effect the following:

To change the name of the company to
Sompo America Insurance Company.

IS HEREBY APPROVED pursuant to Section 1206 of the New York Insurance Law, to be effective January 1, 2017



In Witness Whereof, I have hereunto set my

hand and affixed the official seal of this

Department at the City of Albany, this

27th day of December, 2016.

Maria T. Vullo
Superintendent

By *Jacqueline Catalfamo*

Jacqueline Catalfamo
Special Deputy Superintendent

**CERTIFICATE OF AMENDMENT
OF THE CHARTER
OF
SOMPO JAPAN INSURANCE COMPANY OF AMERICA
UNDER SECTION 805 OF THE BUSINESS CORPORATION LAW
AS AUTHORIZED BY SECTION 1206 OF THE INSURANCE LAW**

We the undersigned, SEIYA TSURUTA and JOHN CALOTTA, being the President and Secretary, respectively, of Sompo Japan Insurance Company of America (the "Corporation") certify:

1. The name of the Corporation is: **Sompo Japan Insurance Company of America**. The former name of the Corporation was: The Yasuda Fire & Marine Insurance Company of America. The name under which the Corporation was formed was: Federation Insurance Company.

2. The Corporation's Charter was filed with the New York State Insurance Department on August 9, 1962.

3. The Corporation's Charter is now in full force and effect and is hereby amended to modify Section of said Charter.

Section 1 of said Charter shall be amended in its entirety, effective January 1, 2017, and replaced with the following so that it reads in its entirety as follows:

.....
.....
.....

Section 1. The name of the Corporation shall be Sompo America Insurance Company. The former name of the Corporation was Sompo Japan Insurance Company of America and prior to that the name of the Corporation was Yasuda Fire & Marine Insurance Company of America. The name under which the Corporation was formed was: Federation Insurance Company.

4. This Amendment of the Charter was duly authorized by the Board of Directors of the Corporation on September 4, 2015 and by the written consent of the sole shareholder of the Corporation on December 14, 2016.

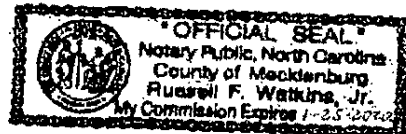
IN WITNESS WHEREOF, we have signed this Amendment to the Certificate of Incorporation of Sompo Japan Fire Insurance Company of America as of this 14th day of December, 2016.

Sompo Japan Insurance Company of America

By: *S. Tsuruta*
Name: Sajya Tsuruta
Title: President and Chief Executive Officer

By: *J. Calotta*
Name: John Calotta
Title: Secretary

Sworn to before me this 14th day of December, 2016.



Russell F. Watkins, Jr.
Notary Public