

Document Number Only

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C T CORPORATION SYSTEM

660 East Jefferson Street

Requestor's Name

Tallahassee, Florida 32301

Address

(850) 222-1092

City State Zip Phone

CORPORATION(S) NAME

200002963342--5

-08/18/99--01063--018

*****35.00 *****35.00

Cigna Reinsurance Company

for

ACE American Insurance Company

- | | | |
|--|---|---|
| <input type="checkbox"/> Profit | <input checked="" type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | | |
| <input type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Foreign | | |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Fict. Filing | <input type="checkbox"/> Change of R.A. |
| <input type="checkbox"/> Limited Liability Partnership | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> UCC-1 UCC-3 |
| <input type="checkbox"/> Certified Copy | | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call if Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

Name
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Document Examiner
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Verifier
Acknowledgment
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C. COULLIETTE AUG 18 1999

AUG 18

Please Return Extra Copy(s)
Filed Stamp

Thanks, Melanie

RECEIVED
AUG 18 PM 1:08

**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
AUG 18 PM 2:12
69
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(1-3 must be completed)

- (4-7 complete only the applicable changes)

- Tide

COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

AUGUST 13, 1999

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

ACE AMERICAN REINSURANCE COMPANY

I, Kim Pizzingrilli, Secretary of the Commonwealth of Pennsylvania do hereby certify that the foregoing and annexed is a true and correct photocopy of Articles of Amendment restating the Articles of Incorporation in their entirety

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.

Kim Pizzingrilli

Secretary of the Commonwealth

JSOW



9953-1773

**COMMONWEALTH OF PENNSYLVANIA
INSURANCE DEPARTMENT**
OFFICE OF REGULATION OF COMPANIES
1345 Strawberry Square
Harrisburg, PA 17120

Phone (717) 787-1879
Fax (717) 787-8557

July 7, 1999

Liane Cagney
Westmont Associates, Inc.
25 Chestnut Street, Suite 105
Haddonfield, NJ 08033

RE: Name Change from CIGNA Reinsurance Company to ACE American Reinsurance Company (NAIC #22705)

Dear Ms. Cagney:

The Department received the referenced name change request on July 2, 1999. The effective date for this name change will be November 1, 1999.

The Department does not provide amendments to the originally issued Certificate of Authority of domestic insurance companies. Future documents generated by the Department, i.e. Certificates of Compliance, etc., will be under the new name.

Please feel free to contact me at (717) 787-1879 should you have any questions.

Sincerely,

Robert A. Kotal

Robert A. Kotal
Insurance Company Licensing Specialist
Company Licensing Division

9953-1774

Microfilm Number _____

Filed with the Department of State on JUL 15 1999

Entity Number 2659339

Secretary of the Commonwealth

ARTICLES OF AMENDMENT-DOMESTIC BUSINESS CORPORATION

DSCB: 15-1915 (Rev 901)

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:

1. The name of the corporation is: CIGNA Reinsurance Company

2. The (a) address of this corporation's current registered office in this Commonwealth or (b) name or 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) 1601 Chestnut Street, Philadelphia, PA 19192

Number and Street	City	State	Zip	County
1601 Chestnut Street	Philadelphia	PA	19192	

(b) c/o: _____
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.

Title 15 Pa Statutes Part II, Subpart B
Article B, Chapter 13

3. The statute by or under which it was incorporated is: Article B, Chapter 13

4. The date of its incorporation is: 10/4/95

5. (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: 11/1/99 at 12:00am
Date Hour

6. (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)

7. (Check, and if appropriate complete, one of the following):

- ☒ The amendment adopted by the corporation, set forth in full, is as follows:
RESOLVED, that the Articles of Incorporation be amended by changing Article One so that, as amended, said Article shall be and read as follows:

1. The name of the corporation is: ACE American Reinsurance Company

- ☐ The amendment adopted by the corporation is set forth in full in Exhibit A attached hereto and made a part hereof.

9953-1775

DSCB: 15-1915 (Rev 90)-2

3. (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 7th day of July 19 99.

CIGNA Reinsurance Company

(Name of Corporation)

BY: 

(Signature)

TITLE: President

DSCB: 15-1915 (Rev 90)-3

9953-1776

RESTATED ARTICLES OF INCORPORATION

OF

ACE American Reinsurance Company

FIRST: The name of the Corporation is ACE American Reinsurance Company;

SECOND: The address of the Corporation's current registered office in this Commonwealth is: Two Liberty Place, 1601 Chestnut Street, Philadelphia, PA 19192;

THIRD: The purpose or purposes of the Corporation are:

To engage, directly or indirectly, in the business of insurance and reinsurance and in all acts and/or activities reasonably and necessarily incidental to the business of insurance and reinsurance, lawful for a Corporation organized under the Corporation and Insurance Laws of the Commonwealth of Pennsylvania as these laws may be amended from time to time; and

To have unlimited power to engage in and to do any lawful act concerning any and all lawful business for which business corporations may be incorporated under the Business Corporation Law of 1988.

FOURTH: The authorized capital stock of this Corporation shall be not less than Twenty Million Dollars (\$20,000,000) and may from time to time be increased when and as authorized by the stockholders and, unless the stockholders otherwise authorize, shall be divided into Ten Thousand (10,000) shares of the par value of Two Thousand Dollars (\$2,000) each. The capital stock of the Corporation shall be transferable in accordance with the By-laws; and one or more transfer agents may be employed. The stock of the Company shall be entitled to one vote per share.

FIFTH: The term for which this Corporation shall exist shall be perpetual.

SIXTH: In furtherance and not in limitation of the powers conferred by statute, the board of directors is expressly authorized to make, alter and repeal the By-laws of the Corporation.

SEVENTH: The Directors and Officers of this Corporation shall be empowered to pay participating dividends on behalf of the Company to its policyholders at rates appropriate and permissible on the various kinds of insurance that the Company is authorized to write in the states in which such policyholders may be located.

EIGHTH: This Corporation reserves the right to amend, alter, change and repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by law and all rights conferred on officers, directors and stockholders herein are granted subject to this reservation.

9953-1777

IN WITNESS WHEREOF, the said Company has to these presents fixed its Corporate Seal and caused the same to be subscribed and attested to by its President and Secretary on the _____ day of _____, 1999.

ACE American Reinsurance Company

{ Corporate Seal }

By: _____
James D. Engel
President

Attest:

Cheryl A. Bowden
Secretary

COMMONWEALTH OF PENNSYLVANIA)
COUNTY OF PHILADELPHIA)

On the _____ day of _____, 1999, Cheryl A. Bowden, Secretary of ACE American Reinsurance Company, being duly sworn according to law, deposes and says that the signature of James D. Engel, President of said Company, is in his proper handwriting; that he, the said Cheryl A. Bowden, was present at the execution of the said document, affixed his signatures thereto, and affixed the Corporate Seal of the said ACE American Reinsurance Company thereto.

Cheryl A. Bowden, Secretary

Sworn to and subscribed before me
this _____ day of _____, 1999.

Notary Public

My commission expires: _____