

837093

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

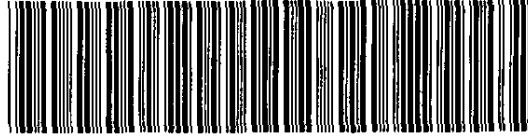
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



600275846346

08/10/15--01027--009 **43.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2015 AUG 13 PM 1:43

Name chg/cus
Changing Jurisdiction

AUG 13 2015

I ALBRITTON

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: American Centennial Insurance Company
Name of Corporation

DOCUMENT NUMBER: 837093

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Connor Dillard

Name of Contact Person

National Indemnity Company

Firm/Company

3024 Harney St.

Address

Omaha, NE 68131

City/State and Zip Code

cbdillard@nationalindemnity.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Connor Dillard

at (402) 916-3216
Name of Contact Person 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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 12, 2015

CONNOR DILLARD
NATIONAL INDEMNITY COMPANY
3024 HARNEY ST
OMAHA, NE 68131

SUBJECT: AMERICAN CENTENNIAL INSURANCE COMPANY
Ref. Number: 837093

We have received your document for AMERICAN CENTENNIAL INSURANCE COMPANY and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

A certificate or a document of similar import evidencing the amendment must be submitted with the application. The certificate should be authenticated as of a date 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 the records in the jurisdiction under the laws of which it is incorporated, formed, or organized. A translation of the certificate, under oath or affirmation of the translator, must be attached to a certificate which is not in English.

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) 245-6050.

Irene Albritton
Regulatory Specialist II

Letter Number: 015A00017023

STATE OF NEBRASKA

United States of America, } ss.
State of Nebraska }

Secretary of State
State Capitol
Lincoln, Nebraska

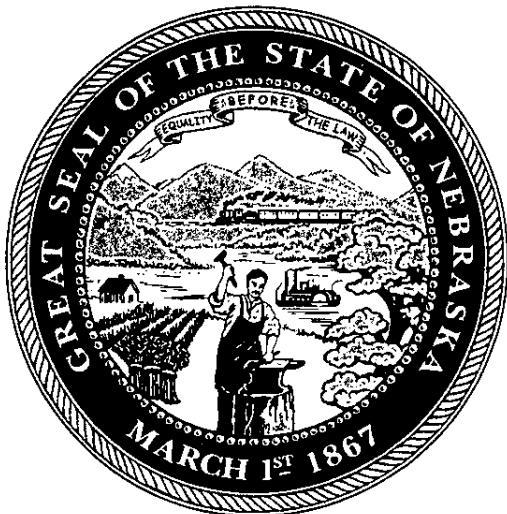
I, John A. Gale, Secretary of State of the
State of Nebraska, do hereby certify that

BERKSHIRE HATHAWAY DIRECT INSURANCE COMPANY,

**was duly incorporated under the laws of this state on May 19, 2015 and do
further certify that no occupation taxes assessed are unpaid and no
occupation taxes are delinquent; Articles of Dissolution have not been filed
and said Corporation is in existence as of the date of this certificate.**

*This certificate is not to be construed as an endorsement,
recommendation, or notice of approval of the entity's financial
condition or business activities and practices.*

In Testimony Whereof,



I have hereunto set my hand and
affixed the Great Seal of the
State of Nebraska on this date of
August 5, 2015

John A. Gale
Secretary of State

STATE OF NEBRASKA

United States of America, } ss.
State of Nebraska }

Secretary of State
State Capitol
Lincoln, Nebraska

I, John A. Gale, Secretary of State of the
State of Nebraska, do hereby certify that

BERKSHIRE HATHAWAY DIRECT INSURANCE COMPANY
a Nebraska Corporation incorporated on May 19, 2015 filed Restated Articles
of Incorporation on May 19, 2015.

I further certify that attached is a true and correct copy of the above
mentioned Restated Articles of Incorporation.

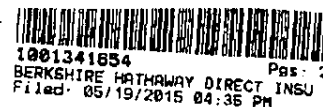
*This certificate is not to be construed as an endorsement,
recommendation, or notice of approval of the entity's financial
condition or business activities and practices.*

In Testimony Whereof,



I have hereunto set my hand and
affixed the Great Seal of the
State of Nebraska on this date of
June 16, 2015

John A. Gale
Secretary of State



AMENDED AND RESTATED
 ARTICLES OF INCORPORATION OF
 BERKSHIRE HATHAWAY DIRECT INSURANCE COMPANY
 (Formerly known as American Centennial Insurance Company)

Pursuant to Section 21-20,122 of the Nebraska Revised Statutes, Railsplitter Holdings Corporation, the sole shareholder of Berkshire Hathaway Direct Insurance Company (formerly known as American Centennial Insurance Company) (the "Corporation"), does hereby adopt these Amended and Restated Articles of Incorporation in connection with the Corporation's redomestication from the State of Delaware to the State of Nebraska. These Amended and Restated Articles of Incorporation supersede and take the place of the existing Articles of Incorporation and all amendments thereto.

ARTICLE I

Effective upon the approval of the Company's redomestication from the State of Delaware to the State of Nebraska by the Nebraska Department of Insurance, pursuant to §44-161 of the Nebraska Revised Statutes, and by the Delaware Insurance Commissioner, pursuant to §4946 of the Delaware Insurance Code, the name of this Corporation formerly known as American Centennial Insurance Company shall be changed to Berkshire Hathaway Direct Insurance Company.

ARTICLE II

The total number of shares of stock which the Corporation shall have the authority to issue is thirty thousand (30,000) shares of par value \$200.00 each, all of one class. The amount of capital which shall be subscribed and actually paid in before said corporation shall commence business is six million dollars (\$6,000,000.00) of which six million dollars (\$6,000,000.00) shall be paid in capital.

ARTICLE III

The street address of the Corporation's initial registered office in Nebraska and the name of its initial registered agent at that office will be:

Brennan S. Neville
 3024 Harney Street
 Omaha, Nebraska 68131

The Corporation may, when deemed expedient by the Board of Directors, establish offices and transact business anywhere within or without in the United States of America.

ARTICLE IV

The name and street address of the Corporation's incorporator is:

Brennan S. Neville
 3024 Harney Street
 Omaha, Nebraska 68131

NEBRASKA DEPT INSURANCE

MAY 18 2015

**Tentative Approval
 NOT FINAL**

ARTICLE V

The duration of this Corporation shall be perpetual.

ARTICLE VI

The purposes for which this Corporation is formed are, in general, to act as insurer and reinsurer of any risk and transact insurance and reinsurance business of every kind, other than life and title insurance, to contract for and issue bonds, certificates, policies, and other insurance instruments, and reinsure all or any part of any insured risk in any manner as permitted by applicable law in conformity with certificates of authority, licenses or other permits heretofore granted hereafter granted or issued to it by the appropriate regulatory agencies of the State of Nebraska and other authorities having jurisdiction of its insurance business, to acquire by purchase or otherwise, hold for investment or otherwise, and disclose of for profit or otherwise, any interest in or any personal or real property wherever located, and to undertake any commercial or other venture for which a corporation may be organized under Nebraska law, to the extent appropriate, convenient, incidental, or necessary to its insurance business.

ARTICLE VII

The Board of Directors of the Corporation is expressly authorized to make, alter, amend, add to, revise, or repeal the Bylaws of the Corporation or to adopt new Bylaws for the conduct of the business and affairs of the Corporation.

ARTICLE VIII

The affairs and business of the Corporation shall be conducted and operated by a Board of Directors as determined in a manner set out in its Bylaws and by a president, one or more vice presidents, a secretary, a treasurer, and such other officers or assistants thereto as are found from time to time appropriate, convenient, or necessary to the conduct or operation of its affairs or business. Pursuant to the provisions of Section 21-20,110 of the Nebraska Revised Statutes, the Corporation has authority, in the manner set out in its Bylaws, to provide for indemnification of its directors and officers and for non-voidability of transactions with respect to any adverse interest therein of its directors or officers to the fullest extent permitted by law, including the provisions of Nebraska Revised Statutes §§ 21-20,102 through 21-20,111, inclusive.

ARTICLE IX

These Articles may be amended at any annual or special meeting of shareholders as provided by law.

IN WITNESS WHEREOF, I have hereunto set my hand this May 12, 2015.

Paul S. Nally

Incorporator