



INSURANCE COMPANY OF NEW YORK

June 26, 1997

858047

Ms. Carol Mustain, Document Specialist
Florida Department of State
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-08/18/97--01106--017
*****36.25 *****36.25

RE: Name Change for Frontier Insurance Company of New York

Dear Ms. Mustain:

In accordance with our recent telephone conversation, enclosed please find:

1. Application by Foreign Profit Corporation to File Amendment to Application for Authorization to Transact Business in Florida.
2. Certificate of Compliance from state of domicile.
3. Check in the amount of \$96.25.

If there is anything further that you require, please do not hesitate to contact me at (800) 836-2100, ext. 5180.

Sincerely,

Jeanne Jennings

Jeanne Jennings
Assistant Manager
Government Relations

JJ:je

Enclosures

858047
FF Corp B.A. van
8-12-97
*Carol
Carol
57 AUG 12 PM 12:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 10, 1997

JEANNE JENNINGS
195 LAKE LOUISE MARIE ROAD
ROCK HILL, NY 12775-8000

SUBJECT: FRONTIER INSURANCE COMPANY OF NEW YORK, INC.
Ref. Number: 858047

We have received your document for FRONTIER INSURANCE COMPANY OF NEW YORK, INC. and check(s) totaling \$96.25. However, your check(s) and document are being returned for the following:

If a foreign corporation has adopted an alternate name for transacting business in Florida and desires to drop that alternate name, a resolution of its board of directors should be filed dropping the alternate name. The resolution should be signed by the chairman or vice chairman of the board, president or any other officer.

If you have any questions concerning the filing of your document, please call (850) 487-6916.

Carol Mustain
Corporate Specialist

Letter Number: 797A00035535



August 5, 1997

Ms. Carol Mustain
Corporate Specialist
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Name Change for Frontier Insurance Company of New York
Reference Number: 858047

Dear Ms. Mustain:

In accordance with your letter dated July 10, 1997 enclosed please find:

1. Application by Foreign Profit Corporation to File Amendment to Application for Authorization to Transact Business in Florida.
2. Certificate of Compliance.
3. Check in the amount of \$96.25.
4. Resolution of Board of Directors dropping the alternate name.

If there is anything further that you require, please do not hesitate to contact me.

Sincerely,

A handwritten signature in cursive script that reads "Jeanne Jennings".

Jeanne Jennings
Assistant Manager
Government Relations

/ij

Enclosures

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)

1. Frontier Insurance Company of New York
Name of corporation as it appears on the records of the Department of State.
2. New York
Incorporated under laws of
3. 8/13/85
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? 11/2/62
5. Frontier 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.
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.
N/A
New Jurisdiction


Signature
Walter A. Rhulen
Typed or printed name

June 26, 1997
Date
President
Title

APPROVED
AND
FILED
57 AUG 12 PM '97
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF COMPLIANCE - DOMESTIC
=====

STATE OF NEW YORK
I N S U R A N C E D E P A R T M E N T

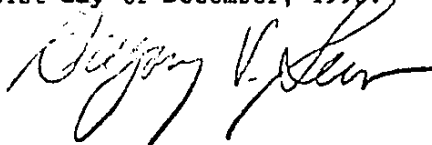
GREGORY V. SERIO
ACTING SUPERINTENDENT OF INSURANCE

It is hereby certified that

FRONTIER INSURANCE COMPANY
of Rock Hill, New York

is duly organized under the laws of this State, and is authorized to issue policies and transact the business of accident and health, fire, miscellaneous property, water damage, burglary and theft, glass, boiler and machinery, elevator, animal, collision, personal injury liability, property damage liability, workers' compensation and employers' liability, fidelity and surety, credit, motor vehicle and aircraft physical damage, marine and inland marine, and marine protection and indemnity insurance, as specified in paragraphs 3(i), 4, 5, 6, 7, 8, 9, 10, 11, 12, 13, 14, 15, 16, 17, 19, 20, and 21 of Section 1113(a) of the New York Insurance Law, and also such workers' compensation insurance as may be incident to coverages contemplated under paragraphs 20 and 21 of Section 1113(a), including insurances described in the Longshoremen's and Harbor Workers' Compensation Act (Public Law No. 803, 69 Cong. as amended; 33 USC Section 901 et seq. as amended), with a paid-up capital of FIVE MILLION DOLLARS (\$5,000,000).

In Witness Whereof, I have hereunto set my hand and
affixed the official seal of this Department
at the City of Albany, New York, this
31st day of December, 1996.



Acting Superintendent of Insurance



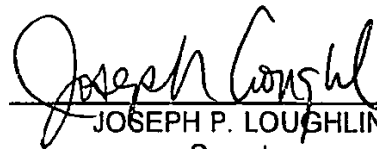
Rock Hill, New York 12775-8000 / Telephone (914) 796-2100

Certificate of the Secretary

I, Joseph P. Loughlin, hereby certify that I am the Secretary of Frontier Insurance Company, a corporation organized under the laws of the State of New York, (the "Company"), and as such I am duly authorized to, and do hereby, certify that:

The attached is a true copy of the resolutions approved by Unanimous Written Consent of Directors on July 17, 1997.

IN WITNESS WHEREOF, I have hereunto set my hand this 17th day of July, 1997.



JOSEPH P. LOUGHLIN,
Secretary

UNANIMOUS WRITTEN CONSENT OF DIRECTORS
OF
FRONTIER INSURANCE COMPANY

The undersigned, being all of the Directors of Frontier Insurance Company (the "Corporation"), do hereby consent to the adoption of the following resolution pursuant to Section 108(b) of the Business Corporation Law of the State of New York:

WHEREAS, Frontier Insurance Company is a foreign corporation in the State of Florida transacting business in the State of Florida under the alternative name of "Frontier Insurance Company of New York"; and

WHEREAS, Frontier Insurance Company no longer needs to do business in Florida under said alternative name and wants to henceforth do business there as "Frontier Insurance Company";

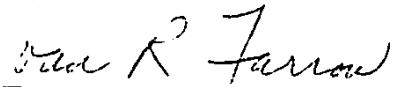
NOW, THEREFORE, BE IT RESOLVED, that Frontier Insurance Company drop the use of its alternative name, "Frontier Insurance Company of New York", in the State of Florida and hereafter do business in the State of Florida under the name Frontier Insurance Company; and it is

FURTHER RESOLVED, that the officers and employees of this Corporation be, and each of them hereby is, authorized, directed and empowered to do all acts, enter any agreements and take all steps which they, or any of them, deem necessary or advisable to carry out the intent and purpose of the foregoing resolution.

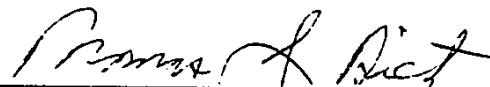
IN WITNESS WHEREOF, the undersigned have executed this Unanimous Written Consent this 17th day of July, 1997, in one or more counterparts, each being deemed an original, and together shall constitute one and the same instrument.


WALTER A. RHULEN

PETER L. RHULEN



JOAN R. FARROW

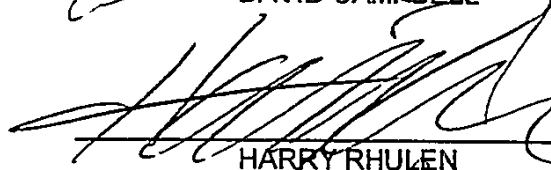


THOMAS J. DIETZ

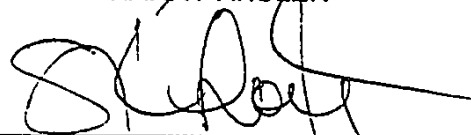
MARVIN L. TEPPER



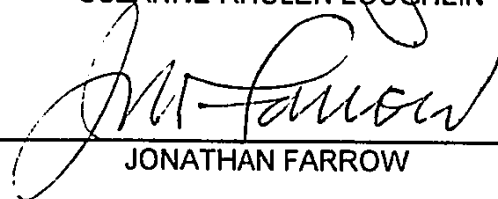
DAVID CAMPBELL



HARRY RHULEN



SUZANNE RHULEN LOUGHLIN



JONATHAN FARROW



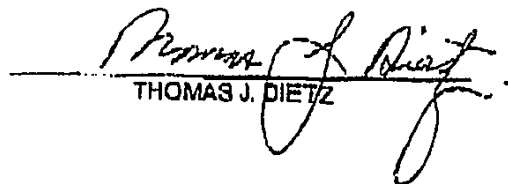
JOSEPH P. LOUGHLIN

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24/07/97 17:22 S.: 3
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PETER L. RHULEN


JOAN R. FARROW


THOMAS J. DIETZ

MARVIN L. TEPPER


DAVID CAMPBELL


HARRY RHULEN


SUZANNE RHULEN LOUGHLIN


JONATHAN FARROW


JOSEPH P. LOUGHLIN

PETER L. RHULEN

Joan R Farrow

JOAN R. FARROW

Thomas J. Dietz
THOMAS J. DIETZ

Marvin L. Tepper
MARVIN L. TEPPER

David Campbell
DAVID CAMPBELL

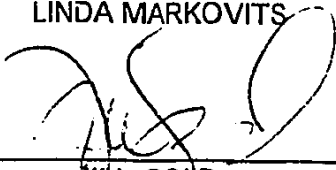
Harry Rhulen
HARRY RHULEN

Suzanne Rhulen Loughlin
SUZANNE RHULEN LOUGHLIN

Jonathan Farrow
JONATHAN FARROW

Joseph P. Loughlin
JOSEPH P. LOUGHLIN

LINDA MARKOVITS



JILL GOLD

Charles R. Spitzer


CHARLES R. SPITZER



MARK MISHLER



KEVIN JEFFERY



PETER H. FOLEY

JUL-24: 97 (THU) 11:22

07/25/97 06:55

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P. 004



LINDA MARKOVITS

JILL GOLD



CHARLES R. SPITZER



MARK MISHLER



KEVIN JEFFERY



PETER H. FOLEY