



Colony Insurance Company
Preferred National Insurance Company
Front Royal Insurance Company

F000000007042

April 3, 2002

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-04/09/02--01011--001
*****52.50 *****52.50

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Name Change
Preferred National Insurance Company
FEIN #: 65-0075940
NAIC #: 34118

Dear Sir or Madam:

Preferred National Insurance Company, a licensed company, has changed its name to Colony National Insurance Company.

Enclosed are copies of the amended Articles of Incorporation as filed and approve in Virginia, the company's state of domicile.

Also, enclosed is the application for amendment along with check number 039745 in the amount of \$52.50 to pay for the filing fee, certified copy and certificate of status.

If you have any questions or need additional information, please feel free to contact me.

Sincerely,

Donna Pyle
Compliance Specialist
(804) 327-1817
Fax: (804) 327-3173
Dpyle@colonyins.com

Enclosures

FILED
02 APR -9 PM 1:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F000000007042
2008
12
**Cert Copy*
**Certalst*

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)

FILED
02 APR - 9 PM 1:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Preferred National Insurance Company
Name of corporation as it appears on the records of the Department of State.
2. Virginia 3. March 10, 1989
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? April 1, 2002
5. Colony National 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

Gail T. Kimpfler
Signature

3/25/02
Date

Gail T. Kimpfler

Assistant Secretary

Typed or printed name

Title

Commonwealth of Virginia

STATE CORPORATION COMMISSION

APRIL 1, 2002

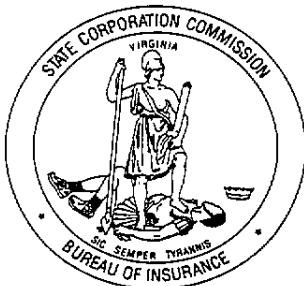
COLONY NATIONAL INSURANCE COMPANY
9201 FOREST HILL AVENUE
SUITE 200
RICHMOND VA 23235-6865

is hereby licensed to transact the business of

FIRE
MISCELLANEOUS PROPERTY
COMMERCIAL MULTIPLE PERIL
INLAND MARINE
LIABILITY OTHER THAN AUTO
AUTOMOBILE LIABILITY
AUTOMOBILE PHYSICAL DAMAGE
GLASS
BURGLARY AND THEFT

in the Commonwealth of Virginia through the thirtieth day of
June next succeeding the date hereof unless this license
shall be sooner revoked or otherwise cancelled.

ID: 34118



State Corporation Commission

Bureau of Insurance

By

Alfred W. Smith

Commissioner

PREFERRED NATIONAL INSURANCE COMPANY

ARTICLES OF AMENDMENT

1. The name of the Corporation is Preferred National Insurance Company.
2. The amendment adopted is to change the name of the Corporation by amending Article I of the Corporation's Articles of Incorporation as follows:

Article I

The name of the Corporation is Colony National Insurance Company.

3. On February 1, 2002, all of the directors of the Corporation found the amendment to be in the best interests of the Corporation and directed it to be submitted to the shareholders of the Corporation. On February 1, 2002, all of the shareholders of the Corporation approved the amendment by written consent, which consent contained a copy of such amendment.

4. The Effective Date of this amendment shall be April 1, 2002.

Dated: February 1, 2002

PREFERRED NATIONAL INSURANCE COMPANY

By: Edward Deach

Its: Sr. Vice President, CFO, & Secretary

**COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION**

March 21, 2002

The State Corporation Commission has found the accompanying articles submitted on behalf of Colony National Insurance Company (formerly Preferred National Insurance Company) to comply with the requirements of law, and confirms payment of all related fees.

Therefore, it is ORDERED that this

CERTIFICATE OF AMENDMENT

be issued and admitted to record with the articles of amendment in the Office of the Clerk of the Commission, effective April 1, 2002, at 04:28 PM.

The corporation is granted the authority conferred on it by law in accordance with the articles, subject to the conditions and restrictions imposed by law.

STATE CORPORATION COMMISSION

By

A handwritten signature in black ink, appearing to read "T.V. Morrison", is written over the word "By".

Commissioner

02-03-20-0607
AMENACPT
CIS0317

PREFERRED NATIONAL INSURANCE COMPANY
ARTICLES OF AMENDMENT

1. The name of the Corporation is Preferred National Insurance Company (the "Corporation"). The Corporation was originally incorporated as a Florida corporation on September 29, 1988. The Corporation now wishes to become a Virginia corporation.

2. Pursuant to sections 38.2-1000 and 38.2-1019 of the Code of Virginia regarding redomestication of an insurance company, the amendment adopted is to restate the articles of incorporation, a copy of the text of such restated articles of incorporation is attached hereto as Exhibit A.

3. Upon the taking effect of the redomestication of the Corporation to Virginia and the restated articles of incorporation attached hereto as Exhibit A, the Corporation shall be and continue to be possessed of all privileges, franchises and powers to the same extent as if it had been originally incorporated under the laws of the Commonwealth of Virginia; and all privileges, franchises and powers belonging to the Corporation, and all property, real, personal and mixed, and all debts due on whatever account, all certificates of authority, agent appointments, policy forms and rates, outstanding insurance policies, capital structure, and all choices in action, shall be and the same hereby are, ratified, approved, confirmed and assured to the Corporation, with like effect and to all intents and purposes as if it had been originally incorporated under the laws of the Commonwealth of Virginia.

4. On November 30, 2000, the Board of Directors of the Corporation found the restated articles of incorporation and the amendments therein to be in the best interests of the Corporation and directed such amendments be submitted to its stockholders for approval. The holders of all of the outstanding capital stock of the Corporation executed an unanimous written consent to the restated articles of incorporation and the amendments therein, which consent contained a text of the restated articles of incorporation, and such consent was dated November 30, 2000.

4. The effective date of these Articles of Amendment shall be December 11, 2000.

Dated: November 30, 2000

Preferred National Insurance Company

By: 

Its: Secretary

**RESTATED ARTICLES OF INCORPORATION
OF
PREFERRED NATIONAL INSURANCE COMPANY**

I.

The name of the corporation is Preferred National Insurance Company.

II.

The purpose of this Corporation is to conduct the business of an insurance company, including without limitation, engaging in every aspect of the property and casualty insurance business that the laws of the Commonwealth of Virginia permits.

III.

The maximum number of shares of common stock that this Corporation is authorized to issue is 5,000,000 shares of common stock having \$1.00 par value per share.

IV.

The registered office shall be located at 707 East Main Street, Eleventh Floor, in the City of Richmond, Virginia 23219, and the registered agent shall be Dennis M. Ryan, who is a resident of Virginia and a member of the Virginia State Bar, and whose business address is the same as the address of the registered office.

V.

1. To the full extent that the Virginia Stock Corporation Act, as it exists on the date hereof or may hereafter be amended, permits the limitation (which limitation shall be (i) \$1 or the minimum

amount allowed to be stated by such Act if a specific dollar amount is required to be stated or (ii) the full extent of the limitation set forth in such Act if no specific dollar amount is required to be stated) or elimination of the liability of directors or officers, a Director or officer of the Corporation shall not be liable to the Corporation or its stockholders for monetary damages. Any amendment to or repeal of this Article V shall not adversely affect any right or protection of a Director or officer of the Corporation for or with respect to any acts or omissions of such Director or officer occurring prior to such amendment or repeal.

2. To the full extent permitted and in the manner prescribed by the Virginia Stock Corporation Act and any other applicable law, the Corporation shall indemnify a Director or officer of the Corporation who is or was a party to any such proceeding by reason of the fact that he is or was such a Director or officer or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust, employee benefit plan or other enterprise. The Board of Directors is hereby empowered, by majority vote of a quorum of disinterested Directors, to contract in advance to indemnify any Director or officer.

3. The Board of Directors is hereby empowered, by majority vote of a quorum of disinterested Directors, to cause the Corporation to indemnify or contract in advance to indemnify any person not specified in Section 2 of this Article who was or is a party to any proceeding, by reason of the fact that he is or was an employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, to the same extent as if such person were specified as one to whom indemnification is granted in Section 2.

4. The Corporation may purchase and maintain insurance to indemnify it against the whole or any portion of the liability assumed by it in accordance with this Article and may also procure insurance, in such amounts as the Board of Directors may determine, on behalf of any person who is or was a Director, officer, employee or agent of another corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, against any liability asserted against or incurred by any such person in any such capacity or arising from his status as such, whether or not the Corporation would have power to indemnify him against such liability under the provisions of this Article.

5. In the event there has been a change in the composition of a majority of the Board of Directors after the date of the alleged act or omission with respect to which indemnification is claimed, any determination as to indemnification and advancement of expenses with respect to any claim for indemnification made pursuant to Section 2 of this Article V shall be made by special legal counsel agreed upon by the Board of Directors and the proposed indemnitee. If the Board of Directors and the proposed indemnitee are unable to agree upon such special legal counsel, the Board of Directors and the proposed indemnitee each shall select a nominee, and the nominee shall select such special legal counsel.

6. The provisions of this Article V shall be applicable to all actions, claims, suits or proceedings commenced after the adoption hereof, whether arising from any action taken or failure to act before or after such adoption. No amendment, modification or repeal of this Article shall diminish the rights provided hereby or diminish the right to indemnification with respect to any claim, issue or matter in any then pending or subsequent proceeding that is based in any material respect on any alleged action or failure to act prior to such amendment, modification or repeal.

7. Reference herein to Directors, officers, employees or agents shall include former Directors, officers, employees and agents and their respective heirs, executors and administrators.

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

December 11, 2000

The State Corporation Commission has found the accompanying articles submitted on behalf of Preferred National Insurance Company to comply with the requirements of law, and confirms payment of all related fees

Therefore, it is ORDERED that this.

CERTIFICATE OF AMENDMENT AND RESTATEMENT

be issued and admitted to record with the articles of amendment in the Office of the Clerk of the Commission, effective December 11, 2000, at 11:14 AM.

The corporation is granted the authority conferred on it by law in accordance with the articles, subject to the conditions and restrictions imposed by law.

STATE CORPORATION COMMISSION

By



Commissioner

00-12-13-0501
AMENACPT
CIS0352

UNANIMOUS WRITTEN CONSENT
OF THE BOARD OF DIRECTORS
OF
PREFERRED NATIONAL INSURANCE COMPANY

Dated: September 22, 1973

The undersigned, being all of the members of the Board of Directors of Preferred National Insurance Company, hereby unananimously consent, and by this action approve and adopt the following resolution(s) and such resolution(s) shall have the same effect as if adopted at a meeting of the Board of Directors called for such purpose:

Resolved, The principal place of business and the principal address of the registered office of the corporation, 1750 University Drive, Coral Springs, FL 33073 be changed to 210 University Drive, Suite 900, Coral Springs, FL 33071.

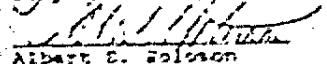
Resolved further, That the President and Secretary are authorized and directed to execute Articles of Amendment of the Articles of Incorporation and to have said instrument filed in the Office of the Secretary of State in Tallahassee, Florida.

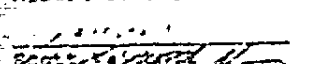
Resolved further, That the President and Secretary are authorized and directed to execute any further documents, pay the necessary fees and costs, and do any and all things that may be necessary to effectuate the foregoing resolution.

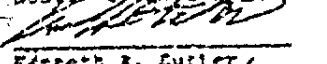
In witness whereof, the undersigned have executed this written consent as of the date first above written.

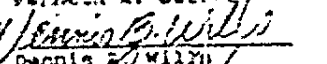
Board of Directors:


Stephen H. Hirsch


Albert E. Solomon


Scott E. Galt


Kenneth E. Cutler


Dennis E. Willy


Darren Marsh

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
PREFERRED NATIONAL INSURANCE COMPANY

The following provisions of the Articles of Incorporation of Preferred National Insurance Company, a Florida corporation, filed in Tallahassee, Florida, be and hereby are amended as follows:

Article First is amended as follows:

"The principal place of business of this corporation shall be 210 University Drive, Suite 900, Coral Springs, FL 33071."

Article IV is amended as follows:

"The street address of the registered office of the corporation shall be 210 University Drive, Suite 900, Coral Springs, FL 33071."

These amendments were adopted by the board of directors without shareholder action and shareholder action was not required.

All other provisions of the Articles of Incorporation shall remain the same.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed this Amendment this 23rd day of September 1993.

Preferred National Insurance Company

By: Stephen Weicholz
President

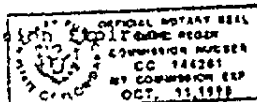
Scott Weicholz
Secretary

STATE OF FLORIDA)

COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 24 day of Sept, 1993, by Stephen Weicholz and Scott Weicholz, who are personally known to me.

My Commis



MD
NOTARY PUBLIC
STATE OF FLORIDA

FILED
23 SEP 30 PM 2:10
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

K35432

APPROVED

ALL QUARTERLY REPORTS
INSURANCE COMMISSIONER
AND FINANCIAL

AUG 28 1978

By: [Signature]
Legal Division

ARTICLE I. INCORPORATION

PREFERRED NATIONAL INSURANCE COMPANY

The undersigned subscribers to these Articles of Incorporation, natural persons over the age of 18 years, competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE II. NAME

The name of the corporation shall be:

PREFERRED NATIONAL INSURANCE COMPANY

The principal place of business of this corporation shall be 1750 University Drive, Coral Springs, Florida 33075.

ARTICLE III. NATURE OF BUSINESS

The purpose of this corporation is to engage in every aspect of the property and casualty insurance business that the laws of the State of Florida permits.

ARTICLE IV. CAPITAL STOCK

The minimum number of shares of stock that this corporation shall have is 10,000,000 shares of common stock having \$1.00 value per share.

ARTICLE V. ADDRESS

The street address of the registered office of the corporation shall be 1750 University Drive, Coral Springs, Florida 33075, and the name of the registered agent of the corporation at that address is Stephen Walcholz.

ARTICLE VI. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII. DIRECTORS

This corporation shall have seven directors initially, all of whom are United States citizens and all of whom are over the age of 18. The name and street addresses of the initial members of the Board of Directors who shall hold office for one year are:

- | | |
|-------------------|--|
| Stephen Walcholz | 1750 Vestal Drive
Coral Springs, Florida 33065 |
| Steve Walcholz | 1723 Vestal Drive
Coral Springs, Florida 33065 |
| Myron A. Burdge | 9441 N.W. 10th Street
Plantation, Florida 33324 |
| Albert S. Solomon | 1657 N.W. 105th Lane
Coral Springs, Florida 33071 |
| Jan G. Walker | 1829 N. Orchard
Chicago, Illinois 60614 |
| Karl P. Wilkens | 3521 N.W. 42nd Drive |

Coral Springs, Florida 33065

Kenneth Sutter

6543 N.W. 7th Street
Coral Springs, Florida 33065

ARTICLE VII. OFFICERS

The names and addresses of the officers of the corporation who shall hold office for the first year of the corporation are:

Stephen Weicholz, President	1723 Vental Drive Coral Springs, Fl. 33065
Helene Weicholz, Secretary	1723 Vental Drive Coral Springs, Fl. 33065
Myron A. Burdge, Vice-President	9441 N.W. 10th Street Plantation, Fl. 33322
Albert S. Solomon, Treasurer	1657 N.W. 166th Lane Coral Springs, Fl. 33071

ARTICLE VIII. INCORPORATORS

The names and addresses of the incorporators, all of whom are over the age of 18 years, to these Articles of Incorporation are:

Stephen Weicholz	1723 Vental Drive Coral Springs, Fl. 33065
Helene Weicholz	1723 Vental Drive Coral Springs, Fl. 33065
Myron A. Burdge	9441 N.W. 10th Street Plantation, Florida 33322
Albert S. Solomon	1657 N. W. 166th Lane Coral Springs, Fl. 33071
Ian G. Walker	1629 N. Orchard Chicago, Illinois 60614
Karl F. Wilkens	7521 N. W. 42nd Drive Coral Springs, Fl. 33065
Kenneth Sutter	6543 N. W. 7th St. Coral Springs, Fl. 33065

IN WITNESS WHEREOF, the incorporators have hereunto set their hands and seals on this 31 day of August, 1988.

Albert S. Solomon

Karl F. Wilkens

Kenneth Sutter

Ian G. Walker

Stephen Weicholz

Helene Weicholz

Myron A. Burdge

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 7
day of August, 1948 by Stephen Veicholz, Melina Veicholz
Marion A. Burdge, Albert S. Solomon, Karl F. Wilens, and Kenneth
Sutter.

James D. Cox
NOTARY PUBLIC, STATE OF FLORIDA

MY COMMISSION EXPIRES: July 18, 1949

NOTARY PUBLIC, STATE OF FLORIDA
OFFICE: 1000 N. W. 1st St., Miami, Fla.
Notary Public, State of Florida, Fla.

STATE OF ILLINOIS
COUNTY OF COOK

The foregoing instrument was acknowledged before me this 31st
day of August, 1948 by Ian C. Walker.

James D. Cox
NOTARY PUBLIC, STATE OF ILLINOIS

MY COMMISSION EXPIRES: August 15, 1949

State of Florida



Department of State

I hereby certify that the following is a true and correct copy of the Articles of Incorporation as
recorded in the office of the Department of State, State of Florida, in the name of the
PREFERRED NATIONAL INSURANCE COMPANY, a
corporation organized under the laws of the State of Florida, as shown by the
original on file in the office of the Department of State.

The Department of State, State of Florida, is K35432

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Eleventh day of June, 1929



Katherine Harris

Katherine Harris
Secretary of State

SC0759 921 APPLICATION FOR A CERTIFICATE OF AUTHORITY
109 961 TO TRANSACT BUSINESS IN VIRGINIA

Name of the corporation (includes any "for use in Virginia" name)

Preferred National Insurance Company

State or country of incorporation

Florida

Date of incorporation 9/29/88

Period of existence Perpetual

Street address of the corporation's principal office

210 University Drive, Suite 900 Coral Springs, FL 33071

(Number and street)

(City or town)

(State)

(ZIP code)

Address of the VIRGINIA registered office of the corporation

5511 Staples Mill Road

Richmond

VA 23228

(Number and street)

(City or town)

(ZIP code)

The corporation's registered office in Virginia is located in the ☐ City or ☒ County of

Henrico

Name of the VIRGINIA registered agent Edward P. Parker

The registered agent is (mark appropriate boxes):

(1) ☐ An individual who is a resident of Virginia and

☐ an officer of the corporation

☐ a director of the corporation

☒ a member of the Virginia State Bar

OR

(2) ☐ A professional corporation or professional limited liability company of attorneys
registered under § 54.1-3901, Code of Va.

OFFICERS

NAME AND TITLE BUSINESS ADDRESS

John K. Nathan, President 9201 Forest Hill Ave., Ste 200 Richmond, VA 23235

Dennis B. Willis, Secretary 9201 Forest Hill Ave., Ste 200 Richmond, VA 23235

Scott Weicholz, Treasurer 210 University Dr., Ste 900 Coral Springs, FL 33071

Edward Pasch, Sr. V. Pres. Int. 9201 Forest Hill Ave. Ste 200 Richmond, VA 23235

DIRECTORS

NAME BUSINESS ADDRESS

Johnathan Adam Abner 2801 Slater Road, Suite 110 Morrisville, NC 27560

Breg Thomas Davis 2801 Slater Road, Suite 110 Morrisville, NC 27560

John Kemper Nathan 9201 Forest Hill Ave., Suite 200 Richmond, VA 23235

John Paul Yediny 554 Main Street Rockwood, PA 15557-1098

Kevin A. Tripani STOCK 2801 Slater Road, Ste 110 Morrisville, NC 27560

NO. OF SHARES AUTHORIZED CLASS AND SERIES

5,000,000

Common Stock

The undersigned executes this instrument in the name of the corporation and declares the facts stated herein to be true.

Senior Vice-President

7/9/99

Printed name and corporate title

Date

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

July 14, 1999

The State Corporation Commission has found the accompanying application for a certificate of authority to transact business in Virginia submitted on behalf of

PREFERRED NATIONAL INSURANCE COMPANY

to comply with the requirements of law, and confirms payment of all required fees.

Therefore, it is ORDERED that this

CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN VIRGINIA

be issued and admitted to record with the application in the Office of the Clerk of the Commission, effective July 14, 1999.

The corporation is authorized to transact business in Virginia, subject to all Virginia laws applicable to the corporation and its business.

STATE CORPORATION COMMISSION

By



Commissioner

CORFACPT
CIS20436
99-07-12-0130

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

December 11, 2000

The State Corporation Commission has found the accompanying articles submitted on behalf of
Preferred National Insurance Company

to comply with the requirements of law, and confirms payment of all required fees

Therefore, it is ORDERED that this

CERTIFICATE OF INCORPORATION

be issued and admitted to record with the articles of incorporation in the Office of the Clerk of the Commission, effective September 29, 1988.

The corporation is granted the authority conferred on it by law in accordance with the articles, subject to the conditions and restrictions imposed by law.

STATE CORPORATION COMMISSION

By



Commissioner

*converted from a Florida
corp - F 138641-8
eff 10-11-00*

CORPACPT
CIS0352
00-12-05-0511

Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

The foregoing is a true copy of all documents filed in this office by Colony National Insurance Company, a Virginia corporation.

Nothing more is hereby certified.



*Signed and Sealed at Richmond on this Date:
March 25, 2002*

Joel H. Peck

Joel H. Peck, Clerk of the Commission