

FO30000038e2

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MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

J. HORNE
JUN 28 2023

Office Use Only



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2023 JUN 27 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2023 JUN 27 AM 11:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

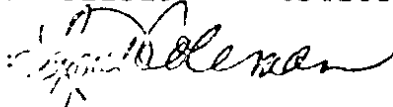


RECEIVED

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 811519 4342651

AUTHORIZATION : 

COST LIMIT : \$ 35.00

ORDER DATE : June 13, 2023

ORDER TIME : 8:41 AM

ORDER NO. : 811519-030

CUSTOMER NO: 4342651

FOREIGN FILINGS

NAME: AMERICAN SERVICES INSURANCE
COMPANY

XX CORPORATE
 LIMITED PARTNERSHIP
 LIMITED LIABILITY COMPANY

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Alexxis Weiland-sorenson -- EXT#

EXAMINER: _____

COVER LETTER

TO: Amendment Section Division of Corporations

SUBJECT: AMERICAN SERVICE INSURANCE COMPANY

Name of Corporation

DOCUMENT NUMBER: F03000003862

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Gloria A Camacho

Name of Contact Person

Onstar National Insurance Company

Firm/Company

801 Cherry Street Suiet 3500

Address

Fort Worth Texas 76102

City/State and Zip Code

gloria.a.camacho@gmfinancial.com

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

For further information concerning this matter, please call:

Gloria Camacho

Name of Contact Person

at (561) 213-3855

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount: -

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy

☐ \$52.50 Filing Fee,
Certificate of Status &
Certified Copy

Mailing Address:

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

Street Address:

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

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)

F03000003862

(Document number of corporation (if known))

1. AMERICAN SERVICE INSURANCE COMPANY

(Name of corporation as it appears on the records of the Department of State)

2. Illinois

(Incorporated under laws of)

3. 08/05/2003

(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? March 6 2023

5. ONSTAR 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)

(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.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

8. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

9. If the amendment changes person, title or capacity in accordance with 607.1504 (4), indicate that change:

<u>Title/ Capacity</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

10. Attached is a certificate or document of similar import, evidencing the amendment, authenticated 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 corporate records in the jurisdiction under the laws of which it is incorporated.

DocuSigned by:

Andrew Rose

6/20/2023

(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Andrew Paul Rose

President

(Typed or printed name of person signing)

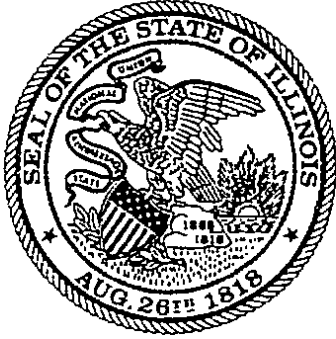
(Title of person signing)

FILING FEE \$35.00



STATE OF ILLINOIS
DEPARTMENT OF INSURANCE

320 WEST WASHINGTON STREET
SPRINGFIELD, ILLINOIS 62767-0001



I, the undersigned, Director of Insurance of the State of Illinois, hereby certify that the document to which this Certification is attached is a true and correct copy of the original now on file in and forming a part of the records of the Illinois Department of Insurance.

In witness whereof, I hereto set my hand and cause to be affixed this Seal in Springfield, Illinois.

Date:

JUN 22 2023

Anna Popish Levinghaus
Director of Insurance

**ELEVENTH AMENDED & RESTATED ARTICLES OF INCORPORATION
OF
AMERICAN SERVICE INSURANCE COMPANY, INC.**

ARTICLE I

The name of the corporation shall be OnStar National Insurance Company.

ARTICLE II

The home office of the corporation shall be located in DuPage County, Illinois.

ARTICLE III

The period of duration of the corporation is perpetual.

ARTICLE IV

The corporation shall be organized for the purpose of making insurance as set forth under the following clauses of Illinois law:

(b), (c), (d), (e), (f), (g), (h), (i), (j), (k) of Class 2

(a), (b), (c), (d), (e), (f), (g), (h) of Class 3

of Section 4 of the Illinois Insurance Code.

In order to carry out the purposes for which it is organized, the corporation shall have the following rights and powers to the extent not inconsistent with nor prohibited by the provisions of the law applicable to insurance companies other than life insurance companies, or applicable to all insurance companies:

- (a) To sue and be sued, complain and defend in any court of law or equity;
- (b) To have a corporate seal, or a facsimile thereof, but shall not be required to have or use such seal;
- (c) To purchase, hold or convey such real estate as the purposes of the corporation shall require, and to take, hold or convey other property, real, personal or mixed, as shall be necessary in the transaction of its business, all to the extent permitted by law;
- (d) To sell, mortgage, loan, pledge or otherwise dispose of and otherwise use and deal in and with shares or other interests in or obligations of other domestic and foreign corporations, associations, partnerships or individuals, all to the extent permitted by law;
- (e) To sell, lease, exchange or otherwise dispose of all or substantially all of the property and assets of the corporation with or without the goodwill of the corporation, upon such

terms and conditions and for such consideration consisting in whole or in part, of money or property, real or personal, including but not restricted to shares of any other domestic or foreign corporations as shall be consistent with the provision of law applicable to such transfers under the laws of the State of Illinois and consistent also with any and all provisions of law applicable to insurance companies other than life insurance companies and provisions of law applicable to all insurance companies;

- (f) To make, contract, and incur liabilities which may be appropriate to enable it to accomplish any and all of its purposes; to issue its notes, bonds, and other obligations, to secure any of its obligations by mortgage, deed of trust, or pledge of any or all of its property, franchise or income; to issue notes or bonds secured or unsecured, which by their terms are convertible to shares of stock of any class upon such terms and conditions and at such rates or prices as may be therein provided; to enter into contracts of reinsurance, either as reinsurer or otherwise, pertaining to insurance other than life insurance, to the extent permitted by law to a corporation of this kind;
- (g) To invest its capital, reserve and surplus funds of whatever kind or character from time to time and to lend money for its corporate purposes, and to take and hold real and personal property as security for the payment of funds so invested or loaned, all to the extent that such investments and loans may be permitted by the provisions of law applicable to insurance companies other than life insurance companies or applicable to all insurance companies;
- (h) To elect or appoint officers and agents of the corporation and to define their duties and fix their compensation, such officers to consist of a President, one or more Vice Presidents, a Secretary, a Treasurer and such other officers as the Board of Directors may from time to time deem necessary;
- (i) To make and alter By-Laws, not inconsistent with these Amended and Restated Articles of Incorporation, as amended, or with the laws of this State, for the administration and regulation of the affairs of the corporation;
- (j) To terminate its corporate activities and to surrender its corporate franchise;
- (k) To make contributions to corporations or other organizations formed for civic, charitable or benevolent purposes or to any incorporated or unincorporated association, United Fund or community funds not operated or used for profit to its members, but operated for the purposes of raising funds for and of distributing funds to other civic, charitable or benevolent organizations or agencies; and
- (l) To have and exercise all of the powers necessary or convenient to effect or accomplish any or all of the purposes for which the corporation was formed; to exercise all powers, now or hereafter permitted by law to a corporation of this character, and not prohibited by Illinois insurance law.

ARTICLE V

The property and business of the corporation shall be managed and controlled by the Board of Directors, which shall consist of not less than three (3) nor more than twenty-one (21) persons who shall be elected at each annual meeting of Shareholders. Any vacancy in the Board of Directors caused by resignation or death may be filled by election by the Shareholders by annual meeting or by special meeting called for that purpose. The Board of Directors may repeal, alter, or amend the By-Laws of this corporation or may adopt new or additional By-Laws, but such By-Laws shall not be inconsistent with these Articles of Incorporation, as amended, or with the laws of the State of Illinois. Meetings of the Board of Directors may be held within or without the State as the Board of Directors may decide. A majority of the Board of Directors shall constitute a quorum for the transaction of business, and the act of a majority of the Directors present at any meeting shall be the act of the Board of Directors except as may be otherwise specifically provided by the Articles of Incorporation, as amended, or by the By-Laws, as amended.

ARTICLE VI


The aggregate number of shares which the corporation shall have authority to issue shall be Fifty Thousand (50,000) shares of the par value of Sixty Dollars (\$60.00) per share. Each share of stock shall be entitled to one (1) vote, except that in all elections for Directors, Shareholders shall have the right of cumulative voting.

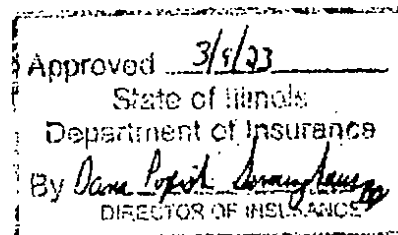
ARTICLE VII

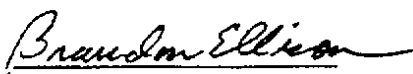
Amendments of the Amended and Restated Articles of Incorporation may be submitted by resolution of the Board of Directors at any regular or special meeting of Shareholders and adopted by the affirmative vote of the majority of outstanding shares entitled to vote.

IN WITNESS HEREOF, the undersigned has hereby set his hand and seal this 1st day of March, 2023.

By:


Andrew Rose
President




Brandon Ellison
Secretary