

FO400000 2862

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

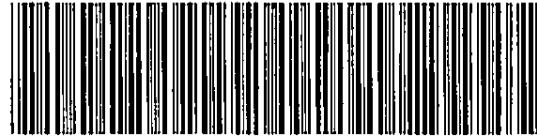
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



600325839026

03/12/19--01003--011 **43.75

RECEIVED
MAR 11 2019

2019 APR -1 PM 4:41
FILING OFFICE

MAR 21 2019
C. W. McNair

APR 05 2019
McNAIR

GOVERNMENT OF THE DISTRICT OF COLUMBIA
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS
CORPORATIONS DIVISION



C E R T I F I C A T E

THIS IS TO CERTIFY that all applicable provisions of the District of Columbia Business Organizations Code (Title 29) have been complied with and accordingly, this ***CERTIFICATE OF GOOD STANDING*** is hereby issued to

AMERICAN PROPERTY CASUALTY INSURANCE ASSOCIATION; DISTRICT OF COLUMBIA

WE FURTHER CERTIFY that the domestic filing entity is formed under the law of the District on 2/19/2010; that all fees, and penalties owed to the District for entity filings collected through the Mayor have been paid and Payment is reflected in the records of the Mayor; The entity's most recent biennial report required by § 29-102.11 has been delivered for filing to the Mayor; and the entity has not been dissolved. This office does not have any information about the entity's business practices and financial standing and this certificate shall not be construed as the entity's endorsement.

IN TESTIMONY WHEREOF I have hereunto set my hand and caused the seal of this office to be affixed as of 3/13/2019 1:38 PM

Business and Professional Licensing Administration



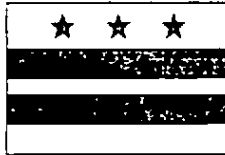
Handwritten signature of Patricia E. Grays.

PATRICIA E. GRAYS
Superintendent of Corporations
Corporations Division

Muriel Bowser
Mayor

Tracking #: qshjMElw

GOVERNMENT OF THE DISTRICT OF COLUMBIA
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS
CORPORATIONS DIVISION



C E R T I F I C A T E

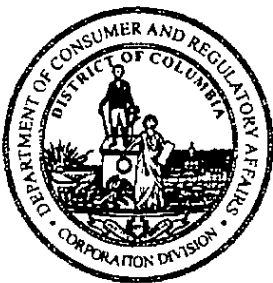
THIS IS TO CERTIFY that all applicable provisions of the District of Columbia Business Organizations Code have been complied with and accordingly, this **CERTIFICATE OF DOMESTICATION** is hereby issued to:

PROPERTY CASUALTY INSURERS ASSOCIATION OF AMERICA

Effective Date: 2/5/2019

IN WITNESS WHEREOF I have hereunto set my hand and caused the seal of this office to be affixed as of 2/5/2019 3:07 PM

Business and Professional Licensing Administration



A handwritten signature in cursive script, reading "Patricia E. Grays".

PATRICIA E. GRAYS
Superintendent of Corporations
Corporations Division

Muriel Bowser
Mayor

Tracking #: fqDg6g6b



Reset

DEPARTMENT OF CONSUMER & REGULATORY AFFAIRS
District of Columbia Government
Corporations Division

Statement/Plan of Domestication of Domestic & Foreign Filing Entity
Form GN-13, Version 4, July 2015

This form will allow for a domestic entity to become a domestic entity of the same type in a foreign jurisdiction if the domestication is authorized by the law of the foreign jurisdiction. This form will also allow for a foreign entity to become a domestic entity of the same type in the District if the domestication is authorized by the law of the foreign entity's jurisdiction of organization.

Please review instruction sheet on page 1 before completing this form.

ENTITY TYPE

FILING FEE

Domestic & Foreign Filing Entity

Refer to Corporate Fee Schedule posted online

Under the provisions of the Title 29 of D.C. Code (Business Organizations Act), the domestic or foreign filing entity listed below hereby applies for a Certificate of Domestication and for that purpose submits the statement below.

1. The name, jurisdiction of organization, date of formation and type of the domesticating entity (list current state and date of formation)

Property Casualty Insurers Association of America; Illinois; May 4, 2004; not-for-profit/nonprofit corporation

DCRA Corp. Div.

2. The name and jurisdiction of organization of the domesticated entity. (list proposed new state of formation)

American Property Casualty Insurance Association; District of Columbia

FEB 5 - 2019

3. Effective date. (can be up to 90 days)

Upon filing

File Copy

4. If the domesticating entity is a domestic entity, the plan of domestication was approved in accordance with D.C. Code § 29-205.05 or in accordance with D.C. Code Title 29 Subchapters VI of Chapters 3 and 4 or Subchapter IX of Chapter 8.

4A. If the domesticating entity is a domestic or foreign entity, the domestication was approved in accordance with the law of its current or future jurisdiction of organization; domestic or foreign entity shall submit a copy of the statement of domestication or similar document duly approved by the authorized officer of the jurisdiction of current or future formation.

4B. Filing of this statement for domestic business corporation effectively surrenders its charter as defined by D.C. Code § 29-307.04

5. If the domesticated entity is a domestic filing entity, the text of its public organic document as an attachment. (articles of incorporation/organization)

6. If the domesticated entity is a foreign entity that is not a qualified foreign entity, a mailing address to which process may be served.

Not applicable.

If you sign this form you agree that anyone who makes a false statement can be punished by criminal penalties of a fine up to \$1000, imprisonment up to 180 days, or both, under DCOC § 22-2405;

7. Name of the Governor or Authorized Person.

DAVID A. SAMISON President & CEO

7A. Signature of the Governor or Authorized Person.

David A. Samison

8. Name of the Governor or Authorized Person.

8A. Signature of the Governor or Authorized Person.

Mail all forms and required payment to:

Department of Consumer and Regulatory Affairs

Corporations Division

PO Box 92300

Washington, DC 20090

Phone: (202) 442-4400

Corporate Online Services Information:

Many corporate filings are available by using CorpOnline Service.

Go to CorpOnline site at <https://corp.dcr.dcgov>, create the profile, access

the online services main page and proceed. Online filers must pay by using

the credit card.



OFFICE OF THE SECRETARY OF STATE

JESSE WHITE • Secretary of State

JANUARY 31, 2019

6327-204-3

C T CORPORATION SYSTEM
118 W EDWARDS, STE 200
SPRINGFIELD, IL 62704

RE PROPERTY CASUALTY INSURERS ASSOCIATION OF AMERICA

DEAR SIR OR MADAM:

ENCLOSED YOU WILL FIND A STATEMENT OF DOMESTICATION REGARDING THE ABOVE CORPORATION.

THE FILING FEE HAS BEEN RECEIVED AND CREDITED.

SINCERELY,

JESSE WHITE
SECRETARY OF STATE
DEPARTMENT OF BUSINESS SERVICES
CORPORATION DIVISION
TELEPHONE (217) 782-6961

DCRA Corp. Div.

FEB 5 - 2019

File Copy

A handwritten signature in black ink, consisting of a large loop and a horizontal stroke, is written over a circular stamp. The stamp is partially obscured by the signature.

FILED

JAN 31 2019

**JESSE WHITE
SECRETARY OF STATE**

EOA 305

**Illinois Secretary of State
Department of Business Services
STATEMENT OF DOMESTICATION**

Secretary of State
Department of Business Services
501 S. Second St., Rm. 350
Springfield, IL 62756
217-782-6861
www.cyberdriveillinois.com

Remit payment in the form of a cashier's check, a certified check, a money order, or an Illinois attorney's or a CPA's check payable to Secretary of State.

New Entity File Number

Filing Fee: \$100 _____

Approved: _____

Submit in duplicate _____ Type or print clearly in black ink _____ Do not write above this line _____

Domesticating Entity

Current File Number: 63272043

1. Domesticating Entity Name: Property Casualty Insurers Association of America
2. Current Entity Type: (select only one)
☐ For Profit Corporation ☐ Limited Liability Company ☐ General Partnership
☐ Limited Liability Partnership ☐ Limited Partnership ☒ Not For Profit
3. State and Date of Incorporation/Organization: Illinois; May 4, 2004
4. Date of Domestication: _____

New Entity

5. Domesticated Entity Name: Property Casualty Insurers Association of America
6. Domesticated Entity Type:
☐ For Profit Corporation ☐ Limited Liability Company ☐ General Partnership
☐ Limited Liability Partnership ☐ Limited Partnership ☒ Not For Profit
7. State or Jurisdiction of Incorporation/Organization: District of Columbia
8. The Domesticated Entity: (select only one)
☒ Intends to transact business in Illinois ☐ will not be transacting business in Illinois (Please set forth address below.)
Address for Service of Process: 8700 West Bryn Mawr, Suite 1200S, Chicago, IL 60631-3512

9. Effective Date of Domestication:

If a future date is chosen, MUST be within 90 days of filing.

☒ Upon Filing

☐ Future Effective Date: _____

The Domestication was approved in accordance with Section 305 of the Entity Omnibus Act.
The formation document and fee for the Domesticated Entity must be attached.

10. The undersigned Entity has caused this statement to be signed by a duly authorized signer who affirms, under penalties of perjury, that the facts stated herein are true and correct. All signatures must be in **BLACK INK**.

Dated December 21, 2018
Month & Day Year

[Signature]
Any Authorized Signer's Signature

DAVID A. SAMSON President - CEO
Name and Title (type or print)

Property Casualty Insurers Association of America
Exact Name of Entity

DCRA Corp. Div.

FEB 5 - 2019

Printed by authority of the State of Illinois, June 2018 - 1 - C 348.1

COPY

ARTICLES OF INCORPORATION
of the
AMERICAN PROPERTY CASUALTY INSURANCE ASSOCIATION

One or more persons acting as the incorporator or incorporators under the provisions of Title 29 of the D.C. Code (Business Organizations Act) adopt the following Articles of Incorporation:

1. **Corporation Name.** The name of the corporation is the American Property Casualty Insurance Association ("Corporation").
2. **Membership.** The Corporation shall have members, the qualifications and rights of which shall be as stated in the Bylaws of the Corporation.
3. **Registered Agent's Name and Address.** The initial registered agent of the Corporation is Corporation Service Company. The initial registered office of the Corporation is 1090 Vermont Avenue, Washington, DC 20005.
4. **Incorporation.** The Corporation is incorporated as a nonprofit corporation under D.C. Code Title 29, Chapter 4.
5. **Purposes.** The general purposes of the Corporation are to engage in any lawful act or activity for which corporations may be organized under the District of Columbia Nonprofit Corporation Act and Section 501(c)(6) of the Internal Revenue Code. The specific and primary purposes for which this Corporation is formed include to provide a responsible and effective voice on public policy questions affecting insurance products and services, foster a competitive, private insurance marketplace for the benefit of insurers and consumers, and otherwise serve the interests of the insurance industry and improve its ability to serve its customers.
6. **Board of Directors.** The governing board of the Corporation is its Board of Directors, which shall be vested with the management and control of the Corporation. The manner in which members of the Board of Directors shall be elected or appointed, and their term of office, shall be as provided in the Bylaws of the Corporation.
7. **Incorporators.** The names and addresses of the incorporators of the Corporation are:

John J. Degnan, 555 12th Street, NW, Washington, D.C. 20004

David A. Sampson, 8700 West Bryn Mawr Avenue, Suite 1200S, Chicago, IL 60631

DCRA Corp. Div.

FEB 5 - 2019

File Copy




8. **Limitation of Liability.** Pursuant to D.C. § 29-402.02(c), a director shall not be liable to the Corporation or its members for money damages for any action taken, or any failure to take any action, as a director, except liability for: (a) the amount of a financial benefit received by the director to which the director is not entitled; (b) an intentional infliction of harm; (c) a violation of § 29-406.33; or (d) an intentional violation of criminal law.

9. **Indemnification.** The Corporation shall indemnify each of its directors and officers to the full extent permitted by law, and shall advance the costs of defense to such indemnified persons to the full extent permitted by law. The Corporation shall also have power to make any other indemnification and advancement of defense costs that is permissible under the law and authorized by resolution of the Board of Directors.

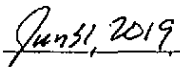
10. **Miscellaneous.** Provisions for the regulation of the internal affairs of the Corporation shall be provided in the Bylaws. In addition, the following provisions shall apply:

- a) No part of the net earnings of the Corporation shall inure to the benefit of any private individual.
- b) Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Corporation, dispose of all the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations which are then qualified as exempt within the meaning of Section 501(c) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine.

As witness to these statements, we have signed these Articles on the date indicated below.



John J. Degan, Incorporator



Date

David A. Sampson, Incorporator

Date

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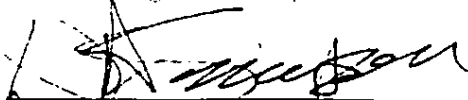
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John J. Degnan, Incorporator



David A. Sampson, Incorporator

Date

1-31-19

Date