

F05000005963

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

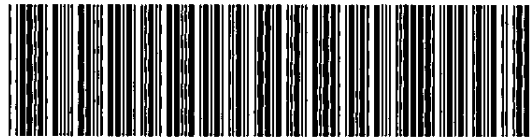
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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APPROVED  
AND  
FILED

07 OCT -3 AM 9:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

N.C.

C. Couffette OCT 09 2007



**NEWMARKET UNDERWRITERS  
INSURANCE COMPANY**

A MEMBER COMPANY OF THE ALLIED WORLD ASSURANCE GROUP

Direct Dial: 212-635-5327  
padmini.shah@awac.com

October 2, 2007

**VIA OVERNIGHT MAIL**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**Re: Newmarket Underwriters Insurance Company n/k/a Allied World National  
Assurance Company  
Name Change Application**

Dear Sir/Madam:

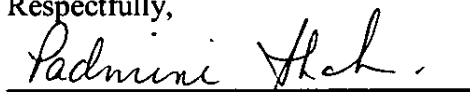
Newmarket Underwriters Insurance Company ("NUIC") is a New Hampshire domiciled insurer currently licensed as an insurer in the State of Florida. Please be advised that effective August 27, 2007, NUIC has changed its name to Allied World National Assurance Company. Enclosed are the following documents required to change the name:

- Cover Letter;
- Profit Corporation Application by Foreign Profit Corporation To File Amendment To Application For Authorization To Transact Business in Florida;
- Newmarket Underwriters Insurance Company check No. 2257 in the amount of \$52.50; and
- Certified Articles of Incorporation.

Kindly forward the Certificate of Status and Certified Copy to my attention.

Thank you. If you have any questions, please don't hesitate to contact me.

Respectfully,

  
Padmini Shah, Paralegal

Enclosures

Newmarket Underwriters Insurance Company\*  
\* Not regulated by the NYS Insurance Department

199 Water Street  
16<sup>th</sup> Floor  
NY NY 10038 USA

T. 212 635 5300  
F. 212 635 5532

E. [info@awac.com](mailto:info@awac.com)  
[www.awac.com](http://www.awac.com)

## COVER LETTER

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Newmarket Underwriters Insurance Company (n/k/a Allied World National Assurance Company)  
(Name of Corporation)

**DOCUMENT NUMBER:** \_\_\_\_\_

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Richard Jodoin, President  
(Name of Contact Person)

Allied World National Assurance Company  
(Firm/Company)

225 Franklin Street, 27th Floor  
(Address)

Boston, MA 02110  
(City/State and Zip Code)

For further information concerning this matter, please call:

Karen Colonna at ( 212 ) 635-5309  
(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

**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)**

\_\_\_\_\_  
(Document number of corporation (if known))

1. Newmarket Underwriters Insurance Company

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

2. New Hampshire

(Incorporated under laws of)

3. July 6, 2006

(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? August 27, 2007

5. Allied World National Assurance 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)

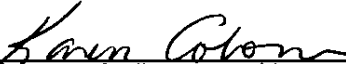
6. If the amendment changes the period of duration, indicate new period of duration.

\_\_\_\_\_  
(New duration)

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

\_\_\_\_\_  
(New jurisdiction)

8. 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.

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

Karen Colonna

(Typed or printed name of person signing)

VP & Gen. Counsel, US Ins. Ops.

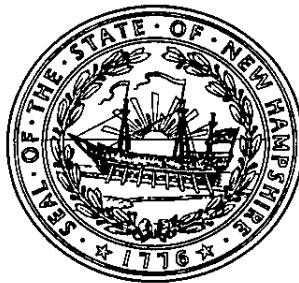
(Title of person signing)

07 OCT -3 AM 9:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

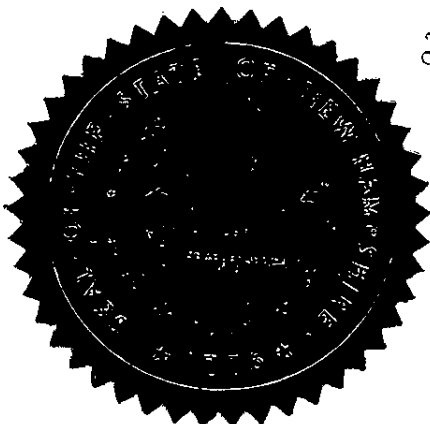
APPROVED  
AND  
FILED

# State of New Hampshire

## OFFICE OF SECRETARY OF STATE



*I, DAVID M. SCANLAN, Deputy Secretary of State of the State of New Hampshire, do hereby certify that the attached is a true copy of Articles of Incorporation and Articles of Amendment of **Allied World National Assurance Company** formerly **NEWMARKET UNDERWRITERS INSURANCE COMPANY** as filed in this office and held in the custody of the Secretary of State.*



*In Testimony Whereof, I hereto set my hand  
and cause to be affixed the Seal of the State,  
at Concord, this 19<sup>th</sup> day of September A.D. 2007*

A handwritten signature in cursive script, appearing to read "D. M. Scanlan".

*Deputy Secretary of State*

**FILED**<sup>040</sup>

SEP 12 1996

WILLIAM M. GARDNER  
NEW HAMPSHIRE  
SECRETARY OF STATE

ARTICLES OF INCORPORATION  
OF  
NEWMARKET UNDERWRITERS INSURANCE COMPANY

THE UNDERSIGNED, ACTING AS INCORPORATOR(S) OF A CORPORATION,  
UNDER THE NEW HAMPSHIRE BUSINESS CORPORATION ACT, ADOPT(S) THE  
FOLLOWING ARTICLES OF INCORPORATION FOR SUCH CORPORATION:

FIRST: The name of the corporation is Newmarket Underwriters Insurance Company.

SECOND: The number of shares the corporation is authorized to issue is 100,000 shares  
of Common Stock, \$1,000 par value.

THIRD: The address of the initial registered office of the corporation is 9 Capital Street,  
Concord, New Hampshire 03301 and the name of its initial registered agent at such address is  
CT Corporation System.

FOURTH: The capital stock will be sold or offered for sale within the meaning of RSA  
421-B. (New Hampshire Securities Act)

FIFTH: The corporation is empowered to transact any and all lawful business for which  
corporations may be incorporated and the principal purposes for which the corporation is formed  
are (i) to conduct the kinds of insurance business set forth in Paragraphs I, II, IV, V, VI and VII  
of Section 401:1 of the New Hampshire Revised Statutes Annotated, as such may be amended  
from time to time, (ii) to conduct reinsurance business of the kinds of insurance set forth in  
Paragraphs I, II, IV, V, VI and VII of Section 401:1 of the New Hampshire Revised Statutes  
Annotated, as such may be amended from time to time, and (iii) to conduct such insurance,  
reinsurance or other business as the corporation may now or hereafter be permitted to transact  
under Title XXXVII of the New Hampshire Revised Statutes Annotated, as such may be  
amended from time to time.

SIXTH: To the fullest extent permitted by the New Hampshire Business Corporation  
Act, RSA 293-A, as such exists or may hereafter be amended, a director or officer of the  
corporation shall not be liable to the corporation or its shareholders for monetary damages for  
any action taken or any failure to take any action as a director, an officer or both.

SEVENTH: The number of directors constituting the initial board of directors of the  
corporation is 1, and the name and address of each person who is to serve as a director until the  
first annual meeting of shareholders or until his or her successor is elected and shall qualify is:

Dennis E. Arnold  
Underwriters Reinsurance Company  
22801 Ventura Boulevard  
Woodland Hills, CA 91365-4030

EIGHTH: The name and address of each incorporator is:

George W. Roussos  
14 Auburn Street  
Concord, New Hampshire 03301

James V. Hatem  
23 Wood Hill Road  
Bow, New Hampshire 03304

Donna L. Ciechon  
158 Chester Road  
Candia, New Hampshire 03034

Cheryl A. Dubois  
60 Winterhill Road  
Goffstown, New Hampshire 03045

Diana M. Gauthier  
284-A Londonderry Turnpike  
Hooksett, New Hampshire 03106

Therese A. Veilleux  
96 Goffstown Road  
Manchester, New Hampshire 03102

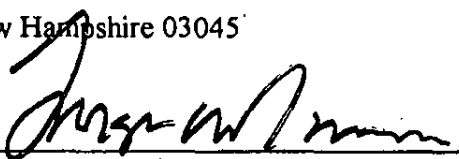
Susan D. Bouthiette  
6 Ruffled Road  
Henniker, New Hampshire 03242

Barbara J. Ariniello  
17 Westhill Drive  
Nashua, New Hampshire 03062

Katherine R. Fallon  
44 Pollard Road  
Goffstown, New Hampshire 03045

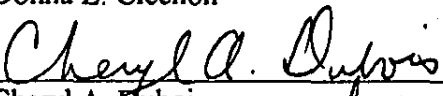
Maurice P. Bois, Jr.  
21 Smith Road  
Goffstown, New Hampshire 03045

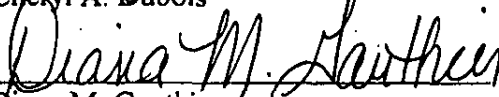
Dated: September 6, 1996


  
George W. Roussos


  
James V. Hatem


  
Donna L. Ciechon

  
Cheryl A. Dubois


  
Diana M. Gauthier

  
Therese A. Veilleux

  
Susan D. Bouthiette

  
Barbara J. Anniello

  
Katherine R. Fallon

  
Maurice P. Bois, Jr.

APPROVED: CHARLES N. BLOSSOM, INSURANCE COMMISSIONER

By: 

This 12th Sept. 1996



# State of New Hampshire

Filed  
Date Filed: 09/08/2007  
Business ID: 257326  
William M. Gardner  
Secretary of State.

Filing fee: \$35.00

Use black print or type.

Form must be single-sided, on 8 1/2 x 11" paper;  
double sided copies will not be accepted.

Form NO.14  
RSA 293-A:10.06

## ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION

PURSUANT TO THE PROVISIONS OF THE NEW HAMPSHIRE BUSINESS CORPORATION ACT,  
THE UNDERSIGNED CORPORATION ADOPTS THE FOLLOWING ARTICLES OF AMENDMENT  
TO ITS ARTICLES OF INCORPORATION:

**FIRST:** The name of the corporation is \_\_\_\_\_

Newmarket Underwriters Insurance Company

**SECOND:** The text of each amendment adopted is:

"FIRST: The name of the Corporation is "Allied  
World National Assurance Company"

**THIRD:** If the amendment provides for an exchange, reclassification or cancellation of issued shares, the  
provisions for implementing the amendment(s) if not contained in the above amendment are:

N/A

State of New Hampshire  
Form 14 - Articles of Amendment 4 Page(s)



T0724931035

**FOURTH:** The amendment(s) were adopted on (date) August 14, 2007

[If more space is needed, attach additional sheet(s)]

**ARTICLES OF AMENDMENT TO THE  
ARTICLES OF INCORPORATION OF**

**Form No. 14  
(Cont.)**

**FIFTH: (Check one)**

A ☐ The amendment(s) were adopted by the incorporators or board of directors without shareholder action and shareholder action was not required.

B ☒ The amendment(s) were approved by the shareholders: (Note 1)

Designation of voting group		Number of votes entitled to be cast	Number of votes indisputably represented at the meeting
Class or Series of shares	Number of shares outstanding		
<u>Common Stock</u>	<u>10,000</u>	<u>All</u>	<u>All</u>

Designation of voting group	Total number of votes to be cast:		OR
Class or Series of shares	FOR	AGAINST	Total number of undisputed votes cast FOR
<u>Common Stock</u>	<u>All</u>	<u>None</u>	

[If more space is needed, attach additional sheet(s)]

ARTICLES OF AMENDMENT TO THE  
ARTICLES OF INCORPORATION OF

Form No. 14  
(Cont.)

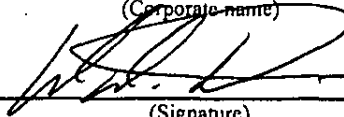
SIXTH: If shareholder action was required, the number cast for the amendment(s) by each voting group was sufficient for approval by each voting group.

Date August 14, 2007

Newmarket Underwriters  
Insurance Company

(Note 2)

(Corporate name)



(Note 3)

(Signature)

Secretary

(Note 3)

(Title)

Wesley D. Dupont

(Print or type name)

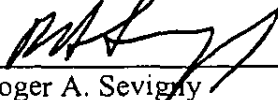
DISCLAIMER: All documents filed with the Corporation Division will be publicly available for inspection, physically, electronically or in other media.

- Notes:
1. All sections under the Fifth article, "B" option, must be completed. If any voting group is entitled to vote separately, give respective information for each voting group. (See RSA 293-A:1.40 for definition of voting group.)
  2. Exact corporate name of corporation adopting articles of amendment.
  3. Signature and title of person signing for the corporation. Must be signed by chairman of the board of directors, president or other officer; or see RSA 293-A:1.20 (f) for alternative signatures.

Mail fee and **DATED AND SIGNED ORIGINAL** to: Corporation Division, Department of State,  
107 North Main Street, Concord, NH 03301-4989.

ARTICLES OF AMENDMENT TO THE  
ARTICLES OF INCORPORATION OF  
ALLIED WORLD NATIONAL ASSURANCE COMPANY

Approved By:

  
\_\_\_\_\_  
Roger A. Sevigny  
Commissioner, State of New Hampshire  
Insurance Department  
This 27<sup>th</sup> day of August, 2007