

FD000005936

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

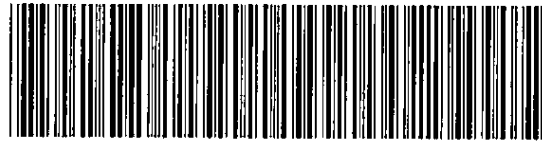
(Document Number)

Certified Copies \_\_\_\_\_

Certificates of Status \_\_\_\_\_

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Office Use Only



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FILED

SECRETARY OF STATE  
TALLAHASSEE, FL

2022 DEC -7 AM 9:23

2022 DEC -7 AM 11:13

12/8/2022

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

ACCOUNT NO. : I20000000195

REFERENCE : 180516 8209622

AUTHORIZATION : 

COST LIMIT : \$35.00

-----  
ORDER DATE : December 5, 2022

ORDER TIME : 9:0 AM

ORDER NO. : 180516-050

CUSTOMER NO: 8209622  
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FOREIGN FILINGS

NAME: WILLIS OF NEW HAMPSHIRE, INC.

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 -- EXT#

EXAMINER: \_\_\_\_\_

FILED

2022 DEC -7 AM 9:23

SECRETARY OF STATE  
TALLAHASSEE, FL

F06000005936

Willis of New Hampshire, Inc.

3 New Hampshire

09/14/2006

(Date authorized to do business in Florida)

## Verita CSG, Inc.

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

(New duration)

(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.



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

Heather D. B. Naaktgeboren

(Typed or printed name of person signing)

Secretary

(Title of person signing)

**FILING FEE \$35.00**

# State of New Hampshire

## Department of State

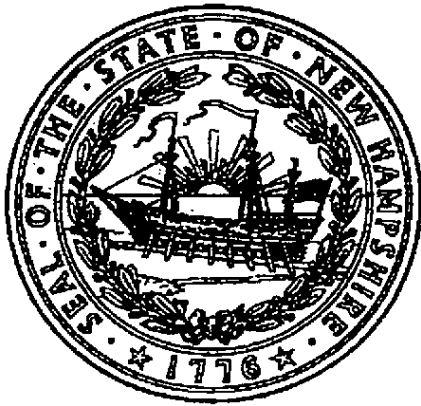
OFFICE OF SECRETARY OF STATE

CERTIFIED COPY

I, David M. Scanlan, Secretary of State of the State of New Hampshire, do hereby certify that the attached is a true copy of AMENDMENT(11/29/2022) as a New Hampshire Profit Corporation of VERITA CSG, INC. previously WILLIS OF NEW HAMPSHIRE, INC., WILLIS OF NEW HAMPSHIRE, INC., WILLIS CORROON CORPORATION OF NEW HAMPSHIRE, KENDALL INSURANCE, INC. as filed in this office and held in the custody of the Secretary of State. Documents may be subject to redactions according to New Hampshire RSA 91A.

Business ID: 17089

Certificate Number: 5904885



IN TESTIMONY WHEREOF,  
I hereto set my hand and cause to be affixed  
the Seal of the State of New Hampshire,  
this 6th day of December A.D. 2022.

A handwritten signature in black ink, appearing to read "David M. Scanlan", is written over a circular stamp.

David M. Scanlan  
Secretary of State

# State of New Hampshire

Filing fee: \$35.00  
Use black print or type.

Filed  
Date Filed : 11/29/2022 04:30:00 PM  
Effective Date : 11/29/2022 04:30:00 PM  
Filing # : 5902918 Pages : 5  
Business ID : 17089  
David M. Scanlan  
Secretary of State  
State of New Hampshire

## RESTATED ARTICLES OF INCORPORATION WITH OR WITHOUT DESIGNATED AMENDMENT(S)

PURSUANT TO THE PROVISIONS of the New Hampshire Business Corporation Act, the undersigned corporation, pursuant to a resolution duly adopted by its board of directors, hereby adopts the following restated articles of incorporation with or without including designated amendment(s):

FIRST: The name of the corporation as presently recorded is Willis of New Hampshire, Inc.

SECOND: Please check one of the following:

☐ Here insert all article numbers of the operative provisions of the articles of incorporation as previously amended: \_\_\_\_\_

The foregoing restated articles of incorporation correctly set forth without change the corresponding provisions of the articles of incorporation as heretofore amended, and supersede the original articles of incorporation and all amendments thereto.

☒ Attached are the restated articles of incorporation, as amended, including the designated amendments. Here insert restated article number(s) which are being amended at this time:

Articles First, Second, Third, Fourth, Fifth, Sixth, and Seventh

The restated articles of incorporation correctly set forth without change the corresponding provisions of the articles of incorporation as previously amended and the restated articles of incorporation together with the amendment(s) designated herein supersede the original articles of incorporation and all amendments to the articles.

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

Share Type	No. of Authorized Shares	Par Value	Comments

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

RESTATED ARTICLES OF INCORPORATION WITH OR  
WITHOUT DESIGNATED AMENDMENT(S)

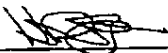
Form 15  
(cont.)

FOURTH: (Check one)

- ☐ The restated articles contain amendment(s) adopted by the board of directors and did not require shareholder approval.
- ☐ The restated articles contain amendment(s) which required shareholder approval.
- ☒ The amendment(s) were approved by the shareholders.

FIFTH: The amendment(s) were adopted on November 28, 2022  
(date)

SIXTH: The number cast for the amendment(s) by each voting group was sufficient for approval. (See RSA 293-A:1.40 for definition of voting group.)

  
(Signature) (Note 1)

Heather D. B. Naaktgeboren  
(Print or type name)

Secretary (Note 1)  
(Title)

Date signed: November 28, 2022

Notes 1. Signature and title of person signing for the corporation. Must be signed by the chairman of the board of directors, president or another officer; or see RSA 293-A:1.20(f) for alternative signatures.

DISCLAIMER: All documents filed with the Corporation Division become public records and will be available for public inspection in either tangible or electronic form.

Mailing Address - Corporation Division, NH Dept. of State, 107 N Main St, Rm 204, Concord, NH 03301-4989  
Physical Location - State House Annex, 3rd Floor, Rm 317, 25 Capitol St, Concord, NH

**RESTATED  
ARTICLES OF INCORPORATION  
VERITA CSG, INC.**

- FIRST:        Name. The name of the corporation is Verita CSG, Inc. (the "Corporation").
- SECOND:      Duration. The period of the Corporation's duration is perpetual.
- THIRD:       Purpose. The purposes of the Corporation are to engage in any lawful act or activity for which corporations may be formed under the New Hampshire Business Corporation Law (the "Act") as now or hereafter in force
- The Corporation is not formed to engage in any act or activity requiring the consent or approval of any state official, department, board, agency or other body without such consent or approval first being obtained.
- FOURTH:     Principal Office. The place in New Hampshire where the Corporation's principal office is located is at 155 Fleet Street, Portsmouth, New Hampshire 03801.
- FIFTH:       Authorized Shares. The authorized number of shares of the Corporation is One Thousand (1,000) common shares of the same class, all of which are issued at without nominal or par value.
- SIXTH:       Corporation for Profit. The Corporation is for profit.
- SEVENTH:    Registered Agent; Registered Office. The Corporation's registered agent against whom process against the Corporation may be served is Corporation Service Company, and the Corporation's registered office is located is in at 10 Ferry Street, Suite 313, Concord, New Hampshire 03301.
- EIGHTH:     Repurchase of Shares. The Corporation, by action of its directors, has the right and authority to purchase any of its outstanding shares at such price and upon such terms as are agreed upon between the Corporation and the selling shareholder, whenever the Corporation has funds legally available for such purchase.
- NINTH:       Interested Director Transactions. A director or officer of the Corporation shall not be disqualified, by his or her office, from dealing or contracting with the Corporation as a vendor, purchaser, employee, agent or otherwise; nor shall any transaction of the Corporation be void or voidable or in any way affected or invalidated by reason of the fact that any such director or officer, or any firm of which such director or officer is a member, or any corporation of which such director or officer is a shareholder, director or officer, is in any way interested in such transaction, if the fact that such director, officer, firm or corporation is so interested is disclosed to or is known by such directors of the Corporation who are present at the meeting of the directors at which action upon such transaction is taken; nor shall any such director or officer be accountable or responsible to the Corporation in respect of any such transaction of the Corporation, or for any gains or profits realized by him or her by reason of the fact that he or she, or any firm of which he is a member, or any corporation of which he or she is a shareholder, officer or director, is interested in such transaction; and any such director may be counted in determining the existence of a quorum at any meeting of the directors of the Corporation which shall authorize or take action with respect to any such transaction and may vote thereat to



authorize, ratify or approve any such transaction with like force and effect as if he or she, or any firm of which he or she is a member, or any corporation of which he or she is a shareholder, officer or director, were not interested in such transaction. As used herein, "transaction" includes a contract and any action of the Corporation.

TENTH: Power to Amend Bylaws. The board of directors shall have the power to adopt, amend and repeal the Bylaws of the Corporation (except insofar as the shareholders of the Corporation, in amending, repealing or adopting a bylaw, expressly provide that the board of directors may not amend, repeal or reinstate that bylaw). Any bylaws made by the directors under the powers conferred hereby may be amended or repealed by the directors or by the shareholders, and the powers conferred in these Restated Articles of Incorporation shall not abrogate the right of the shareholders to adopt, amend and repeal bylaws.

ELEVENTH: Liability of Directors. To the fullest extent permitted by the Act as the same exists or as may hereafter be amended, no director of the Corporation shall be personally liable to the Corporation or its shareholders for money damages for any action taken, or any failure to take any action, as a director. If the Act is amended after the date hereof to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be further eliminated or limited to the fullest extent permitted by the Act as so amended. Neither any amendment nor repeal of this Section 11, nor the adoption of any provision of these Restated Articles of Incorporation inconsistent with this Section 11, shall eliminate or reduce the effect of this Section 11 in respect of any matter occurring or any action or proceeding accruing or arising or that, but for this Section 11, would accrue or arise, prior to such amendment, repeal or adoption of an inconsistent provision.

TWELFTH: Indemnification. The Corporation shall indemnify to the fullest extent permitted by applicable law any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative by reason of the fact that he or she is or was a director or officer 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 or other enterprise, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him or her in connection with such action, suit, or proceeding. Neither any amendment nor repeal of this Section 12, nor the adoption of any provision of these Restated Articles of Incorporation inconsistent with this Section 12, shall eliminate or reduce the effect of these Restated Articles of Incorporation in respect of any matter occurring or any action or proceeding accruing or arising or that, but for this Section 12, would accrue or arise, prior to such amendment, repeal or adoption of an inconsistent provision.

IN WITNESS WHEREOF, these Restated Articles of Incorporation have been executed by the duly authorized officers of the Corporation as of the Effective Date.

VERITA CSG, INC.

Signature: \_\_\_\_\_

Print Name: Heather D. B. Naaktgeboren

Title: Secretary