

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: GMAC Insurance Management Corporation
Name of Corporation

DOCUMENT NUMBER: F10000005257

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Lori Marsh

Name of Contact Person

National General Insurance

Firm/Company

500 West Fifth Street, MC 1306

Address

Winston-Salem, NC 27101

City/State and Zip Code

lori.marsh@gmacinsurance.com

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

For further information concerning this matter, please call:

Lori Marsh

Name of Contact Person

at (**336**) **435-2838**

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)

F10000005257

(Document number of corporation (if known))

1. GMAC Insurance Management Corporation

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

2. Delaware

(Incorporated under laws of)

3. 12/01/2010

(Date authorized to do business in Florida)

13
JUL - 8 AM 9:31
FILED
SECRETARY OF STATE
TALLAHASSEE, 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? June 6, 2013

5. National General Management Corp.

(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)

Donald J. Bolar

(Typed or printed name of person signing)

Vice President

(Title of person signing)

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "GMAC INSURANCE MANAGEMENT CORPORATION", CHANGING ITS NAME FROM "GMAC INSURANCE MANAGEMENT CORPORATION" TO "NATIONAL GENERAL MANAGEMENT CORP.", FILED IN THIS OFFICE ON THE SIXTH DAY OF JUNE, A.D. 2013, AT 11:18 O'CLOCK A.M.

2202230 8100

130841431



You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0559938

DATE: 07-02-13

State of Delaware
Secretary of State
Division of Corporations
Delivered 11:18 AM 06/06/2013
FILED 11:18 AM 06/06/2013
SRV 130743751 - 2202230 FILE

**STATE OF DELAWARE
CERTIFICATE OF AMENDMENT
OF CERTIFICATE OF INCORPORATION**

The corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware does hereby certify:

FIRST: That at a meeting of the Board of Directors of GMAC Insurance Management Corporation resolutions were duly adopted setting forth a proposed amendment to be advisable and calling upon the stockholders of said corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Certificate of Incorporation of this corporation be amended by changing the Article thereof numbered "First" so that, as amended, said Article shall be and read as follows:

The name of the Corporation is National General Management Corp.

SECOND: That thereafter, pursuant to resolution of its Board of Directors, a meeting of the stockholders of said corporation was duly called and held upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware at which meeting the necessary number of shares as required by statute were voted in favor of the amendment.

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said corporation has caused this certificate to be signed this 5th day of June, 2013.

By: Jeffrey Weissmann
Authorized Officer
Title: Secretary and General Counsel
Name: Jeffrey Weissmann