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(Business Entity Name)

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17 JAN 24 PM 2:57

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FEB 03 2017

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PAUL D. PATE
SECRETARY OF STATE



LUCAS BUILDING
DES MOINES, IOWA 50319

OFFICE OF THE IOWA SECRETARY OF STATE

December 20, 2016

Office of the Secretary of State
500 S Bronough ST
Tallahassee, FL 32399

RE: NATIONAL INDEMNITY COMPANY OF THE SOUTH

To the appropriate officer of the State of Florida of, NATIONAL INDEMNITY
COMPANY OF THE SOUTH's last domicile.

Please be advised that on December 20, 2016, NATIONAL INDEMNITY COMPANY
OF THE SOUTH, a corporation originally incorporated in the State of Florida,
redomesticated to the State of Iowa pursuant to Iowa Code section 490.902 by filing
articles of incorporation with the office of the Secretary of State. A copy of the
Acknowledgment of receipt of document is enclosed. In accordance with Iowa Code
section 490.902, this letter constitutes notice that NATIONAL INDEMNITY
COMPANY OF THE SOUTH is now a domestic corporation domiciled in Iowa.

If you have any questions, please contact the Business Services Division of my office.

Sincerely,

Paul D Pate
Secretary of State

National Indemnity Company of the South

Coralville, Iowa

January 23, 2017

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

Re: National Indemnity Company of the South Redomestication

Dear Sir/Madam,

Please find enclosed the requisite materials to register National Indemnity Company of the South (NIS) with the Florida Department of State. Due to the complex nature of the present situation, I am also including this cover letter. To provide some background, NIS is an insurance company that was originally incorporated in Florida on March 14, 1983. Effective December 20, 2016, NIS redomesticated to the state of Iowa. The redomestication has been finalized with the Florida Office of Insurance Regulation and the Iowa Insurance Division. While NIS is now an Iowa corporation, it will still continue business in Florida pending the approval of the Florida Department of State. In order to accomplish this, I have filed Articles of Dissolution of the Florida corporation (please see attached) and I am filing an application to register the new Iowa corporation with the Florida Department of State.

Please find enclosed:

- The letter from the Florida Department of State dated January 11, 2017 which prompted this filing.
- A copy of the Articles of Dissolution of the Florida corporation which was filed electronically on January 20, 2017 (for reference purposes)
- A completed Application by Foreign Corporation to Transact Business in Florida. Please note the following:
 - Regarding Item #6, I have listed the date the Florida Company (which is being dissolved) originally commenced business in Florida. Please contact me if you have concerns about this item.
 - Regarding Item #9, please note that as an insurance company, Florida law mandates that we must name the Chief Financial Officer of the Florida Office of Insurance Regulation as our registered agent. Accordingly, no signature is included here.
- Filing fee (Check 0000010240) for the application in the amount of \$70.00.
- A Certificate of Existence issued by the Iowa Secretary of State. Please note that printing a copy of the certificate from the Iowa Secretary of State's website is the only method of obtaining a Certificate of Existence. Please accept this as an original Certificate of Existence.

Please advise if any additional documentation or information is required. If you have any questions, please contact me at the phone number or email address listed below.

Thank you.

Sincerely,



Connor Dillard
Corporate Operations Specialist
National Indemnity Company
1314 Douglas Street, Suite 1400
Omaha, NE 68102-1944
Direct: 402-916-3216
cbdillard@nationalindemnity.com

RECEIVED



JAN 17 2017

1314 Douglas St
Omaha NE

FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 11, 2017

NATIONAL INDEMNITY COMPANY OF THE SOUTH
1314 DOUGLAS STREET, SUITE 1400
OMAHA, NE 68102-1944

SUBJECT: NATIONAL INDEMNITY COMPANY OF THE SOUTH
Ref. Number: G27567

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

We received the attached letter from The Secretary of State of Iowa stating that this corporation has redomesticated to the State of Iowa. With our office you will need to file articles of dissolution for the Florida Corporation and if you want to transact business in Florida as an Iowa corporation you will need to file a qualification application. Please see the attached forms,

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Diane Cushing
Senior Section Administrator

Letter Number: 117A00000386

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17 JAN 24 PM 2:23
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

PAUL D. PATE
SECRETARY OF STATE



LUCAS BUILDING
DES MOINES, IOWA 50319

OFFICE OF THE IOWA SECRETARY OF STATE

December 20, 2016

Office of the Secretary of State
500 S Bronough ST
Tallahassee, FL 32399

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If you have any questions, please contact the Business Services Division of my office.

Sincerely,

Paul D Pate
Secretary of State

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: National Indemnity Company of the South
Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Connor Dillard

Name of Person

National Indemnity Company of the South

Firm/Company

1314 Douglas Street, Suite 1400

Address

Omaha, NE 68102-1944

City/State and Zip code

cbdillard@nationalindemnity.com

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

For further information concerning this matter, please call:

Connor Dillard

at (402) 916-3216

Name of Person

Area Code

Daytime Telephone Number

STREET/COURIER ADDRESS:

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

MAILING ADDRESS:

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

Enclosed is a check for the following amount:

- ☒ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. National Indemnity Company of the South

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")
- _____
(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)
2. Iowa 3. 59-2266845

(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 12/20/2016 5. Perpetual

(Date of incorporation) (Date of duration, if other than perpetual)
6. 03/14/1983 - Please see attached cover letter for details.

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. 2213 2nd Street, Coralville, IA 52241

(Principal office address)
- 1314 Douglas Street, Suite 1400, Omaha, NE 68102-1944

(Current mailing address, if different)

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TALLAHASSEE, FLORIDA

8. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Chief Financial Officer

Office Address: 200 E. Gaines Street

Tallahassee 32399
_____, Florida
(City) (Zip code)

9. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Not Applicable - Please see attached cover letter.

(Registered agent's signature)

10. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

11. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Marc D. Hamburg

Address: 3555 Farnam Street
Omaha, NE 68131

Vice Chairman: Not Applicable

Address:

Director: Dale D. Geistkemper

Address: 1314 Douglas Street, Suite 1400
Omaha, NE 68102-1944

Director: J. Michael Gottschalk

Address: 1314 Douglas Street, Suite 1400
Omaha, NE 68102-1944

B. OFFICERS

President: Donald F. Wurster

Address: 1314 Douglas Street, Suite 1400
Omaha, NE 68102-1944

Vice President: Nancy F. Peters

Address: 1314 Douglas Street, Suite 1400
Omaha, NE 68102-1944

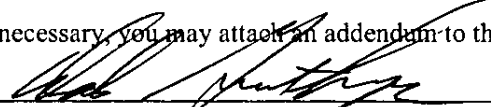
Secretary: J. Michael Gottschalk

Address: 1314 Douglas Street, Suite 1400, Omaha, NE 68102-1944

Treasurer: Dale D. Geistkemper

Address: 1314 Douglas Street, Suite 1400, Omaha, NE 68102-1944

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

12. 
Signature of Director or Officer

The officer or director signing this document (and who is listed in number 11 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

13. Dale D. Geistkemper, Director and Treasurer

(Typed or printed name and capacity of person signing application)

**IOWA SECRETARY OF STATE
PAUL D. PATE**



CERTIFICATE OF EXISTENCE

Date: 1/20/2017

Name: NATIONAL INDEMNITY COMPANY OF THE SOUTH (490 DP - 536547)

Date of Incorporation: 12/20/2016

Duration: PERPETUAL

I, Paul D. Pate, Secretary of State of the State of Iowa, custodian of the records of incorporations, certify the following for the corporation named on this certificate:

- a. The entity is in existence and duly incorporated under the laws of Iowa.
- b. All fees required under the Iowa Business Corporation Act due the Secretary of State have been paid.
- c. The most recent biennial report required has been filed with the Secretary of State.
- d. Articles of dissolution have not been filed.

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17 JAN 24 PM 2:57
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Certificate ID: **CS130146**

To validate certificates visit:

sos.iowa.gov/ValidateCertificate

A handwritten signature in black ink that reads "Paul D. Pate". The signature is stylized with a large, flowing "P" and "D".

Paul D. Pate, Iowa Secretary of State