

F97000002687

DIRECT GENERAL CORPORATION

SHEILA M. GORMAN
(615) 365-3604

April 28, 1998

VIA FEDERAL EXPRESS DELIVERY

Ms. Susan Payne
Amendment Section
Florida Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

100002507271--0
-05/01/98--01002--010
*****36.25 *****36.25

Re: Direct General Insurance Company ("DGIC") f/k/a Independent Property and
Casualty Insurance Company ("IPC")

Dear Ms. Payne:

Pursuant to our conversation last week, enclosed please find a completed Application by Foreign Corporation for Withdrawal of Authority to Transact Business or Conduct Affairs in Florida for DGIC (#F97000002687), and a completed Application to File Amendment to Application for Authorization to Transact Business in Florida for IPC (#F97000001288). Attached with the Application to File Amendment is a certified copy of the Charter, issued by the State of Tennessee, indicating the name change from IPC to DGIC.

As we discussed, DGIC acquired IPC early last year after IPC redomesticated to the State of Tennessee. After DGIC acquired the corporation the name and FEI number was changed. Due to some confusion as to how to document this acquisition with your Department, DGIC filed a new application for a Florida Certificate of Authority. It is my sincere hope that the aforementioned transactions will correct this inadvertent error.

Additionally, the Profit Corporation Annual Report for IPC (now known as DGIC) has been filed under separate cover.

If you should have any questions or comments regarding these filings, please feel free to contact me. Thank you in advance for all of your assistance regarding this matter.

Very truly yours,



Sheila M. Gorman
Legal Assistant

withdrawal
SG

1281 MURFREESBORO ROAD • NASHVILLE, TENNESSEE 37217
PHONE: (615) 365-3604 • FAX: (615) 366-3722

5/1/98

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 29 PM 12:40

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL
OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS
IN FLORIDA**

Direct General Insurance Company (F97000002687)

(Name of Corporation)

Tennessee

(Incorporated Under Laws Of)

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

1281 Murfreesboro Road,

(Mailing Address)

Nashville, Tennessee 37217

(City/ State /Zip)

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 APR 29 PM 12:40

The corporation agrees to notify the Department of State in the future of any change in its mailing address.

Sheila M. Gorman

Signature

Legal Assistant

Title

Sheila M. Gorman

April 28, 1998

Typed or printed name

Date