

F97000003614



ARCH CAPITAL
GROUP LTD.

Arch Capital
Group Ltd.
20 Horseneck Lane
Greenwich, CT 06830

203-862-4300
203-861-7240 fax

June 16, 2000

Florida Secretary of State
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

300003332153--7
-07/21/00--01099--006
*****96.25 *****52.50

Re: Arch Reinsurance Company (formerly Risk Capital Reinsurance Company)

Dear Sir or Madam:

Risk Capital Reinsurance Company, a foreign profit corporation authorized to transact business in Florida, has changed its name to "Arch Reinsurance Company." In that connection, enclosed are the following:

1. Application to File Amendment to Application for Authorization to Transact Business in Florida,
2. an original certification from the state of incorporation evidencing the name change, and
3. a check in the amount of \$96.25 for filing, certified copy and certification of filing fees.

After reviewing the enclosed documentation, we request that you issue Arch Reinsurance Company a new certificate of status.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUL 21 PM 4: 29

*Name change
NFS 7-28-2000*

Florida Secretary of State
June 16, 2000
Page Two

If you have any questions or require anything further, please contact me at:

Arch Capital Group Ltd.
20 Horseneck Lane
Greenwich, CT 06830
(203) 862-4370 Telephone
(203) 861-7240 Facsimile

Sincerely,



Louis T. Petrillo
Senior Vice President

Enc.
LTP/jgz

ltp857

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)

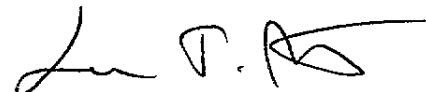
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DIVISION OF CORPORATIONS
00 JUL 21 PM 4:29

1. Risk Capital Reinsurance Company
Name of corporation as it appears on the records of the Department of State.
2. Nebraska
Incorporated under laws of
3. 12/31/97
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? 5/12/00
5. Arch Reinsurance 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.
6. If the amendment changes the period of duration, indicate new period of duration.
N/A
New Duration
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
N/A
New Jurisdiction


Signature

Louis T. Petrillo
Typed or printed name

6/15/00
Date

Senior Vice President, General Counsel
and Secretary
Title

STATE OF

NEBRASKA



United States of America,
State of Nebraska } ss.

Department of State
Lincoln, Nebraska

I, Scott Moore, Secretary of State of Nebraska do hereby certify;

the attached is a true and correct copy of Articles of Amendment to
the Articles of Incorporation of

RISK CAPITAL REINSURANCE COMPANY

changing the corporate name to

ARCH REINSURANCE COMPANY

with registered office located in OMAHA, Nebraska, as filed in this
office on May 12, 2000.

In Testimony Whereof,

I have hereunto set my hand and
affixed the Great Seal of the State
of Nebraska on June 5, in the year
of our Lord, two thousand.



SECRETARY OF STATE

STATE OF NEBRASKA
SECRETARY'S OFFICE
Received filed and recorded on
film roll no. 99-6
at page 104
[Signature]
Secretary of State
By HP11:21

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
RISK CAPITAL REINSURANCE COMPANY

MAY 13 2000

Pursuant to the provisions of Section 44-231, Section 21-20, 118, and Section 21-20,121 of the Nebraska Revised Statutes, Risk Capital Reinsurance Company hereby amends its Articles of Incorporation as follows:

FIRST: The name of the company is Risk Capital Reinsurance Company and the new name of the company is Arch Reinsurance Company.

SECOND: Subject to the approval of the Nebraska Department of Insurance, the following amendment of Article I was adopted by the Board of Directors of the company at a regular meeting held on April 24, 2000:

Article I

Name

The name of the company is Arch Reinsurance Company.

THIRD: On May 4, 2000, these Articles of Amendment were approved by the sole shareholder of the company, which held all of the company's outstanding common stock.

IN WITNESS WHEREOF, the undersigned executed these Articles of Amendment on the 5th day of May, 2000.

RISK CAPITAL REINSURANCE COMPANY n/k/a
ARCH REINSURANCE COMPANY

By: [Signature]

Name: Peter A. Appel

Title: President and Chief Executive Officer

188489
NEBRASKA DEPT INSURANCE

MAY 10 2000

Tentative Approval
NOT FINAL