

# F 97000006353

**Document Number Only**

C T CORPORATION SYSTEM

Requestor's Name  
660 East Jefferson Street

Address  
Tallahassee, FL 32301 (850)222-1092

City State Zip Phone

**CORPORATION(S) NAME**

900002961929--4  
-08/17/99--01041--014  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

900002961929--4  
-08/17/99--01041--015  
\*\*\*\*\*8.75 \*\*\*\*\*8.75

*Reliance Insurance Company of California*  
*Changed name to:*  
*Reliance Universal Insurance Company*

FILED  
99 AUG 17 AM 11:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

- Profit
- NonProfit
- Limited Liability Company
- Foreign
- Amendment
- Merger
- Mark
- Dissolution/Withdrawal
- Limited Partnership
- Reinstatement
- Limited Liability Partnership
- Certified Copy
- Annual Report
- Reservation
- Photo Copies
- Other
- Change of R.A.
- Fictitious Name
- CUS w/ New Name
- Call When Ready
- Walk In
- Mail Out
- Call if Problem
- Will Wait
- After 4:30
- Pick Up

Name
Avallability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

8/17/99

N.C.

C. COULLIETTE AUG 17 1999

PLEASE RETURN EXTRA COPY  
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THANKS  
JOEY

RECEIVED  
99 AUG 17 AM 11:12  
DEPARTMENT OF STATE  
DIVISION OF CORPORATE  
TALLAHASSEE, FLORIDA

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

99 AUG 17 AM 11:40  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**SECTION I (1-3 must be completed)**

1. Reliance Insurance Company of California  
Name of corporation as it appears within the records of the Department of State.
2. Incorporated under laws of: California
3. Date authorized to do business in Florida: November 26, 1997

**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?

March 31, 1998

5. Name of corporation after the amendment, adding suffix "corporation," "company," "incorporated," or appropriate abbreviation, if not contained in new name of the corporation:

Reliance Universal Insurance Company

6. If the amendment changes the period of duration, indicate new period of duration.

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

Linda S. Kaiser Secretary

Signature  
Name and Title

8/11/99

Date

# State of California



SECRETARY OF STATE



I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 13 page(s) was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.

*IN WITNESS WHEREOF*, I execute this certificate and affix the Great Seal of the State of California this day of

JUL 15 1999



*Bill Jones*

Secretary of State

sk  
cy

ARTICLES OF INCORPORATION  
OF  
COMPAC INSURANCE COMPANY

994401  
**FILED**  
In the office of the Secretary of State  
of the State of California  
AUG 4 - 1980  
Leland S. Thomas, Secretary of State  
By Bill Holden  
Deputy

ONE: The name of this corporation is COMPAC INSURANCE COMPANY.

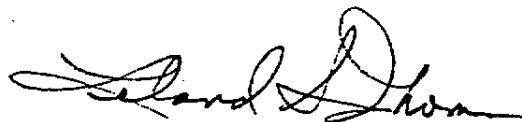
TWO: The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business, or the practice of a profession permitted to be incorporated by the California Corporations Code.

THREE: The name and address in this state of this corporation's initial agent for service of process is John M. Hayes, 3670 Wilshire Boulevard, Los Angeles, California.


FOUR: This corporation is authorized to issue only one (1) class of shares of stock, the total number of which is twenty-five thousand (25,000) shares of an aggregate par value of two million five hundred thousand dollars (\$2,500,000.00), and of the par value of one hundred dollar (\$100.00) per share.

FIVE: The number of directors of this corporation shall be seven (7).

Dated: July 25, 1980

  
Leland S. Thomas, Incorporator

I hereby declare that I am the person who executed the foregoing Articles of Incorporation which execution is my act and deed.

  
Leland S. Thomas

994401

A232798

CERTIFICATE OF AMENDMENT  
OF  
ARTICLES OF INCORPORATION

FILED  
In the office of the Secretary of State  
of the State of California

MAY 1 1981

MARCH FONG EU, Secretary of State

By *James Harris*  
Deputy

LELAND S. THOMAS AND PATRICK W. O'GRADY certify that:

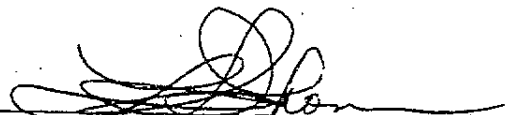
1. They are the president and the secretary, respectively, of COMPAC INSURANCE COMPANY, a California corporation.
2. Article TWO of the Articles of Incorporation of this corporation is amended to read as follows:  
"TWO: The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business, or the practice of a profession permitted to be incorporated by the California Corporations Code, and in addition the business of this corporation is to be an insurer."
3. The foregoing amendment of Articles of Incorporation has been duly approved by the Board of Directors of this corporation.
4. The foregoing Amendment of Articles of Incorporation has been duly approved by the required written consent of shareholders in accordance with Sections 603 and 902 of the Corporations Code. The total number of outstanding shares of the corporation is 10,000. The number of shares voting in favor of the amendment was 10,000 which equaled or exceeded the vote required. The percentage vote required was more than 50%.

*Leland S. Thomas*  
Leland S. Thomas, President

*Patrick W. O'Grady*  
Patrick W. O'Grady, Secretary

bc

The undersigned declare under penalty of perjury that the matters set forth in the foregoing certificate are true of their own knowledge. Executed at Los Angeles, California on April 15, 1981.

  
Leland S. Thomas

  
Patrick W. O'Grady

994401

A320675

FILED  
In the office of the Secretary of State  
of the State of California

AUG 20 1986

*March Fong Eu*  
MARCH FONG EU, Secretary of State

RESTATED  
ARTICLES OF INCORPORATION  
OF  
COMPAC INSURANCE COMPANY  
THROUGH AUGUST 1, 1986

WILLIAM R. STORY and LAWRENCE G. BECKER certify that:

1. They are the President and the Secretary, respectively, of COMPAC INSURANCE COMPANY, a California corporation.

2. The Articles of Incorporation of the corporation are amended and restated to read in full as follows:

ONE: The name of this corporation is COMPAC INSURANCE COMPANY.

TWO: The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business, or the practice of a profession permitted to be incorporated by the California Corporations Code.

THREE: This corporation is authorized to issue only one (1) class of shares of stock, the total number of which is twenty-five thousand (25,000) shares of an aggregate par value of two million five hundred thousand dollars (\$2,500,000), and of the par value of one hundred dollars (\$100.00) per share.

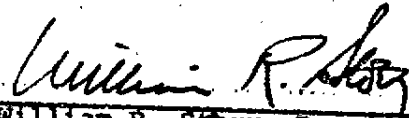
FOUR: The number of directors of this corporation shall be three (3).

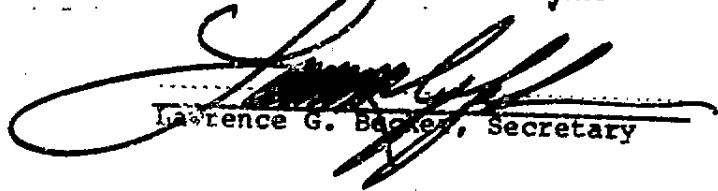
3. The foregoing amendment and restatement of Articles of Incorporation has been duly approved by the Board of Directors.

4. The foregoing amendment and restatement of Articles of Incorporation has been duly approved by the required vote of shareholder in accordance with Section 902 of the Corporation Code. The total number of outstanding shares of the corporation is 10,000. The


number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage required is more than 50%.

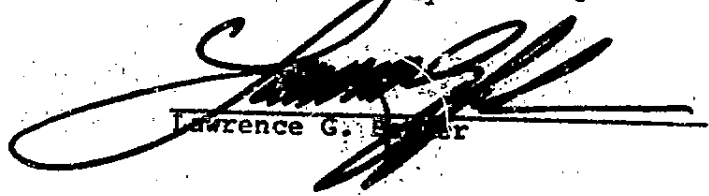
DATED: August 1, 1986

  
\_\_\_\_\_  
William R. Story, President

  
\_\_\_\_\_  
Lawrence G. Baker, Secretary

The undersigned declare under penalty of perjury that the matters set forth in the foregoing certificate are true of their own knowledge. Executed as of August 1, 1986.

  
\_\_\_\_\_  
William R. Story

  
\_\_\_\_\_  
Lawrence G. Baker



NCTG

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A428312

FILED  
In the Office of the Secretary of State  
of the State of California

FEB 11 1993

*Murch Fong Eu*  
MARCH FONG EU, Secretary of State

CERTIFICATE OF AMENDMENT  
OF  
ARTICLES OF INCORPORATION

Dean W. Case and Paul R. Spector certify that:

1. They are the President and Assistant Secretary, respectively, of Compac Insurance Company, a California corporation.
2. Article One of the Articles of Incorporation is amended to read:  
"One: The name of this corporation is Reliance Insurance Company of California."
3. The foregoing amendment of Articles of Incorporation has been duly approved by the Board of Directors of the corporation.
4. The foregoing Amendment of Articles of Incorporation has been duly approved by the required written consent of shareholders in accordance with Sections 603 and 902 of the Corporation Code. The total number of outstanding shares of the corporation is 12,000. The number of shares voting in favor of the amendment was 12,000 which equaled or exceeded the vote required. The percentage vote required was more than 50%.

*Dean W. Case*

Dean W. Case  
President

*Paul R. Spector*

Paul R. Spector  
Assistant Secretary

The undersigned declare under penalty of perjury that the matters set forth in the foregoing certificate are true of their own knowledge. Executed at Philadelphia, Pennsylvania on February 8, 1993.

*Dean W. Case*

Dean W. Case

*Paul R. Spector*

Paul R. Spector

STATE OF CALIFORNIA  
DEPARTMENT OF INSURANCE  
San Francisco

I, JOHN GARAMENDI, Insurance Commissioner of the State of California, do hereby certify that on the date specified herein, the name RELIANCE INSURANCE COMPANY OF CALIFORNIA has been approved and reserved in California as a name change for Compac Insurance Company of California for a period of 90 days from the date herein.

IN WITNESS WHEREOF, I have hereunto  
set my hand and affixed my official seal  
the day and year specified below.

By 

RITA F. FONTANA  
Deputy  
February 5, 1993

A California corporation must attach this Certificate to its Articles of Incorporation (Amendment) filed with the California Secretary of State.

Note: This certificate does not authorize the subject entity to transact business in California unless and until a Certificate of Authority or license has been issued.

Reliance Insurance Company  
Reliance Insurance Company

4 Penn Center Plaza  
Philadelphia, PA 19104  
215 581 1000



January 13, 1993

Ms. Rita Fontana  
California Department of Insurance  
45 Fremont  
San Francisco, CA 94102

RE: Application For Change of Name -- Compac Insurance  
Company to Reliance Insurance Company of California

Dear Ms. Fontana:

I am the Corporate Senior Vice President and Chief  
Financial Officer of Reliance Insurance Company  
("Reliance") and have the authority to consent to the use  
of the Reliance name as provided herein.

Reliance and all of its subsidiaries and affiliates,  
listed on Schedule A attached hereto, whose names  
includes the word "Reliance" hereby consent to Compac  
Insurance Company changing its corporate name to Reliance  
Insurance Company of California.

No claim or legal proceeding will be prejudiced in any  
way due to confusion among the companies.

Very truly yours,

Jerome H. Carr

s. Fontana

Schedule A

Reliance Insurance of Illinois  
Reliance Insurance Company of New York  
Reliance National Property and Casualty Insurance Company  
Reliance Life Insurance Company  
Reliance Custom Underwriting Facility, Inc.  
Reliance Specialty Programs, Inc.  
Reliance Special Risk, Inc.  
Reliance Lloyds  
Reliance National Risk Specialists, Inc.  
Reliance National Insurance Company  
Reliance Insurance Group Brokerage Division, Inc.

# 994401

A469832

FILED 30  
In the office of the Secretary of State  
of the State of California

CERTIFICATE OF AMENDMENT  
OF  
ARTICLES OF INCORPORATION

DEC 27 1995

Lee H. Routledge and Paul R. Spector hereby certify that:

*Bill Jones*  
BILL JONES, Secretary of State

1. They are the Senior Vice President and the Assistant Secretary, respectively, of Reliance Insurance Company of California, a California corporation.
2. Article Three of the Articles of Incorporation is amended to read:

"THREE: This corporation is authorized to issue only one (1) class of shares of stock, the total number of which is seventy-five thousand (75,000) shares of an aggregate par value of seven million five hundred thousand dollars (\$7,500,000), and of the par value of one hundred dollars (\$100.00) per share."

3. The foregoing Amendment to the Articles of Incorporation has been approved by the Board of Directors of this corporation.
4. The foregoing Amendment to the Articles of Incorporation has been duly approved by the required written consent of shareholders in accordance with Sections 603 and 902 of the Corporation Code. The total number of outstanding shares of the corporation is 10,000. The number of shares voting in favor of the amendment was 10,000 which equaled or exceeded the vote required. The percentage vote required was more than 50%.

*L. H. Routledge*  
\_\_\_\_\_  
Lee H. Routledge  
Senior Vice President

*Paul R. Spector*  
\_\_\_\_\_  
Paul R. Spector  
Assistant Secretary

The undersigned declare under penalty of perjury that the matters set forth in the foregoing certificate are true of their own knowledge. Executed at Philadelphia, Pennsylvania on December 13, 1995.

*L. H. Routledge*  
\_\_\_\_\_  
Lee H. Routledge

*Paul R. Spector*  
\_\_\_\_\_  
Paul R. Spector

A0506096

# 994401

RESTATED ARTICLES OF INCORPORATION  
OF  
RELIANCE INSURANCE COMPANY OF CALIFORNIA

Linda S. Kaiser and Paul R. Spector hereby certify that:

1. They are the Senior Vice President and the Assistant Secretary, respectively, of Reliance Insurance Company of California, a California corporation.
2. The Articles of Incorporation shall be amended and restated to read as herein set forth in full.

FILED

In the office of the Secretary of State  
of the State of California

ARTICLES OF INCORPORATION  
OF  
RELIANCE UNIVERSAL INSURANCE COMPANY

MAR 25 1998

*Bill Jones*  
BILL JONES, Secretary of State

ONE: The name of this corporation is Reliance Universal Insurance Company.

TWO: The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business, or the practice of a profession permitted to be incorporated by the California Corporations Code, and in addition, the business of this corporation is to be an insurer.

THREE: This corporation is authorized to issue only one (1) class of shares of stock, the total number of which is seventy-five thousand (75,000) shares of an aggregate par value of seven million five hundred thousand dollars (\$7,500,000), and of the par value of one hundred dollars (\$100.00) per share.

FOUR: The number of directors of this corporation shall be not less than seven (7) and no more than thirteen (13).

FIVE: The corporation is to have perpetual existence.


SIX: The Board of Directors may permit the Company's policyholders to participate in the profits of the Company's operations through the payment of dividends, or through such other means as may be authorized or permitted by the laws of states in which the Company does business.

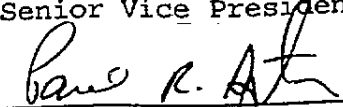
The Board of Directors shall have the power to make reasonable classifications of policies and to take such other

action in accord with the law, as may be necessary or desirable to carry into effect any participation by policyholders in the profits of the Company's operations which the directors may authorize. No policyholders shall have any right to participate in the profits of the Company's operations unless or until the directors of the Company in the exercise of their discretion affirmatively authorize such participation and then only to the extent so authorized.

SEVENTH: These Articles may be amended in the manner authorized by law at the time of amendment.

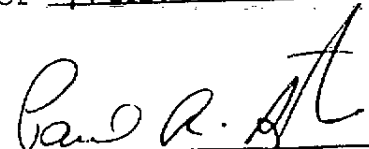
3. The foregoing Amendments and Restatement of the Articles of Incorporation have been duly approved by the Board of Directors of this corporation and are to be effective March 31, 1998.
4. The foregoing Amendments and Restatement of the Articles of Incorporation have been duly approved by the required written consent of shareholders in accordance with Sections 603 and 902 of the Corporations Code. The total number of outstanding shares of the corporation is 26,000. The number of shares voting in favor of the amendments was 26,000 which exceeded the vote required. The percentage vote required was more than 50%.

  
Linda S. Kaiser  
Senior Vice President

  
Paul R. Spector  
Assistant Secretary

The undersigned declare under penalty of perjury that the matters set forth in the foregoing certificate are true of their own knowledge. Executed at Philadelphia, Pennsylvania on the 24th day of March, 1998.

  
Linda S. Kaiser

  
Paul R. Spector

STATE OF CALIFORNIA  
DEPARTMENT OF INSURANCE

San Francisco

I, CHUCK QUACKENBUSH, Insurance Commissioner of the State of California, do hereby certify that on the date specified herein, the name **Reliance Universal Insurance Company** has been approved and reserved in California as name change for **Reliance Insurance Company of California** for a period of 90 days from the date herein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year specified below.

CHUCK QUACKENBUSH  
Insurance Commissioner

By

*Pamela D. Stefani*

Pamela D. Stefani  
Deputy  
February 19, 1998

A California corporation must attach this Certificate to its Articles of Incorporation (Amendment) filed with the California Secretary of State.

Note: This certificate does not authorize the subject entity to transact business in California unless and until a Certificate of Authority or license has been issued.

