

F970000006752

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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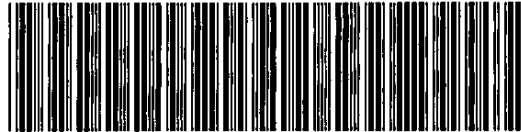
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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Amend

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Roberts JUN 01 2007



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 24, 2007

JENNIFER L. VANCE
MODERN SERVICE INSURANCE COMPANY
1701 TOWANDA AVE
BLOOMINGTON, IL 61701

SUBJECT: MODERN SERVICE INSURANCE COMPANY
Ref. Number: F97000006756

We have received your document for MODERN SERVICE INSURANCE COMPANY and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

A foreign insurance company qualified in Florida that changes its jurisdiction from one state to another, can submit an amended application along with certification evidencing the change it may be amended and restated articles, a certificate evidencing the redomestication, etc.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6892.

Tina Roberts
Document Specialist

Letter Number: 607A00027733

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Modern Service Insurance Company
(Name of Corporation)

DOCUMENT NUMBER: F97000006756

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Jennifer L. Vance

(Name of Contact Person)

Modern Service Insurance Company
(Firm/Company)

1701 Towanda Avenue
(Address)

Bloomington, IL 61701
(City/State and Zip Code)

For further information concerning this matter, please call:

Jennifer L. Vance at (309) 557-2012
(Name of Contact Person) (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)

F97000006756

(Document number of corporation (if known))

1. Modern Service Insurance Company

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

2. Minnesota

(Incorporated under laws of)

3. 12/19/1997

(Date authorized to do business in Florida)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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. _____
(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.

Illinois

(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)

Paul M. Harmon

(Typed or printed name of person signing)

General Counsel, Secretary and Chief Legal Officer

(Title of person signing)



STATE OF ILLINOIS
DEPARTMENT OF FINANCIAL
AND PROFESSIONAL REGULATION
Division of Insurance

320 WEST WASHINGTON STREET
SPRINGFIELD, ILLINOIS 62767-0001



I, the undersigned, Director of Insurance of the State of Illinois, hereby certify that the document to which this Certification is attached is a true and correct copy of the original now on file in and forming a part of the records of the Illinois Department of Financial and Professional Regulation, Division of Insurance.

In witness whereof, I hereto set my hand and cause to be affixed this Seal in Springfield, Illinois.

Date: APR 16 2007

Michael J. McRaith
Director of Insurance

**ARTICLES OF REORGANIZATION
OF
MODERN SERVICE INSURANCE COMPANY**

To: Michael T. McRaith
Director of Insurance
State of Illinois
Springfield, Illinois

The undersigned, Modern Service Insurance Company, a company organized under the laws of the state of Minnesota, pursuant to the provisions of Article XII of the Illinois Insurance Code, hereby executes the following Articles of Reorganization, setting forth its Articles of Incorporation, to-wit:

ARTICLE ONE

The name of the corporation is: Modern Service Insurance Company.

ARTICLE TWO

The location of the principal office of the corporation is: 1701 Towanda Avenue, in the City of Bloomington, County of McLean and State of Illinois.

ARTICLE THREE

The period of duration of the corporation is perpetual.

ARTICLE FOUR

The classes of insurance business in which the corporation proposes to engage are classes 2 and 3 of Section 4 of the "Illinois Insurance Code" and the kinds of insurance in each class it proposes to write are as follows:

Class 2. Casualty, Fidelity and Surety.

(b) **Vehicle.** Insurance against any loss or liability resulting from or incident to the ownership, maintenance or use of any vehicle (motor or otherwise), draft animal or aircraft. Any policy insuring against any loss or liability on account of the bodily injury or death of any person may contain a provision for payment of disability benefits to injured persons and death benefits to dependents, beneficiaries or personal representatives of persons who are killed, including the named insured, irrespective of legal liability of the insured, if the injury or death for which benefits are provided is caused by accident and

sustained while in or upon or while entering into or alighting from or through being struck by a vehicle (motor or otherwise), draft animal or aircraft, and such provisions shall not be deemed to be accident insurance.

(c) Liability. Insurance against the liability of the insured for the death, injury or disability of an employee or other person, and insurance against the liability of the insured for damage to or destruction of another person's property.

(e) Burglary and Forgery. Insurance against loss or damage by burglary, theft, larceny, robbery, forgery, fraud or otherwise; including all householders' personal property floater risks.

(f) Glass. Insurance against loss or damage to glass including lettering, ornamentation and fittings from any cause.

(g) Fidelity and Surety. Become surety or guarantor for any person, co-partnership or corporation in any position or place of trust or as custodian of money or property, public or private; or becoming a surety or guarantor for the performance of any person, co-partnership or corporation of any lawful obligation, undertaking, agreement or contract of any kind, except contracts or policies of insurance; and underwriting blanket bonds. Such obligations shall be known and treated as suretyship obligations and such business shall be known as surety business.

(h) Miscellaneous. Insurance against loss or damage to property and any liability of the insured caused by accidents to boilers, pipes, pressure containers, machinery and apparatus of any kind and any apparatus connected thereto, or used for creating, transmitting or applying power, light, heat, steam or refrigeration, making inspection of and issuing certificates of inspection upon elevators, boilers, machinery and apparatus of any kind and all mechanical apparatus and appliances appertaining thereto; insurance against loss or damage by water entering through leaks or openings in buildings, or from the breakage or leakage of a sprinkler, pumps, water pipes, plumbing and all tanks, apparatus, conduits and containers designed to bring water into buildings or for its storage or utilization therein, or caused by the falling of a tank, tank platform or supports, or against loss or damage from any cause (other than causes specifically enumerated under Class 3 of this section) to such sprinkler, pumps, water pipes, plumbing, tanks, apparatus, conduits or containers; insurance against loss or damage which may result from the failure of debtors to pay their obligations to the insured; and insurance of the payment of money for personal services under contracts of hiring.

(i) Other Casualty Risks. Insurance against any other casualty risk not otherwise specified under Classes 1 or 3, which may lawfully be the subject of insurance and may properly be classified under Class 2.

(j) Contingent Losses. Contingent, consequential and indirect coverages wherein the proximate cause of the loss is attributable to any one of

the causes enumerated under Class 2. Such coverages shall, for the purpose of classification, be included in the specific grouping of the kinds of insurance wherein such cause is specified.

(k) Livestock and Domestic Animals. Insurance against mortality, accident and health of livestock and domestic animals.

Class 3. Fire and Marine, etc.

(a) Fire. Insurance against loss or damage by fire, smoke and smudge, lightning or other electrical disturbances.

(b) Elements. Insurance against loss or damage by earthquake, windstorms, cyclone, tornado, tempests, hail, frost, snow, ice, sleet, flood, rain, drought or other weather or climatic conditions including excess or deficiency of moisture, rising of the waters of the ocean or its tributaries.

(c) War, Riot and Explosion. Insurance against loss or damage by bombardment, invasion, insurrection, riot, strikes, civil war or commotion, military or usurped power, or explosion (other than explosion of steam boilers and the breaking of fly wheels on premises owned, controlled, managed, or maintained by the insured.)

(d) Marine and Transportation. Insurance against loss or damage to vessels, craft, aircraft, vehicles of every kind, (excluding vehicles operating under their own power or while in storage not incidental to transportation) as well as all goods, freights, cargoes, merchandise, effects, disbursements, profits, moneys, bullion, precious stones, securities, choses in action, evidences of debt, valuable papers, bottomry and respondentia interests and all other kinds of property and interests therein, in respect to, appertaining to or in connection with any or all risks or perils of navigation, transit, or transportation, including war risks, on or under any seas or other waters, on land or in the air, or while being assembled, packed, crated, baled, compressed or similarly prepared for shipment or while awaiting the same or during any delays, storage, trans-shipment, or reshipment incident thereto, including marine builder's risks and all personal property floater risks; and for loss or damage to persons or property in connection with or appertaining to marine, inland marine, transit or transportation insurance, including liability for loss of or damage to either arising out of or in connection with the construction, repair, operation, maintenance, or use of the subject matter of such insurance, (but not including life insurance or surety bonds); but, except as herein specified, shall not mean insurance against loss by reason of bodily injury to the person; and insurance against loss or damage to precious stones, jewels, jewelry, gold, silver and other precious metals whether used in business or trade or otherwise and whether the same be in course of transportation or otherwise, which shall include jewelers' block insurance; and insurance against loss or damage to bridges, tunnels and other instrumentalities of transportation and communication (excluding buildings, their furniture and furnishings, fixed contents and supplies held in storage) unless fire, tornado,

sprinkler leakage, hail, explosion, earthquake, riot and civil commotion are the only hazards to be covered; and to piers, wharves, docks and slips, excluding the risks of fire, tornado, sprinkler leakage, hail, explosion, earthquake, riot and civil commotion; and to other aids to navigation and transportation, including dry docks and marine railways, against all risk.

(e) **Vehicle.** Insurance against loss or liability resulting from or incident to the ownership, maintenance or use of any vehicle (motor or otherwise), draft animal or aircraft, excluding the liability of the insured for the death, injury or disability of another person.

(f) **Property Damage, Sprinkler Leakage and Crop.** Insurance against the liability of the insured for loss or damage to another person's property or property interests from any cause enumerated in this class; insurance against loss or damage by water entering through leaks or openings in buildings, or from the breakage or leakage of a sprinkler, pumps, water pipes, plumbing and all tanks, apparatus, conduits and containers designed to bring water into buildings or for its storage or utilization therein, or caused by the falling of a tank, tank platform or supports or against loss or damage from any cause to such sprinklers, pumps, water pipes, plumbing, tanks, apparatus, conduits or containers; insurance against loss or damage from insects, diseases or other causes to trees, crops or other products of the soil.

(g) **Other Fire and Marine Risks.** Insurance against any other property risk not otherwise specified under Classes 1 or 2, which may lawfully be the subject of insurance and may properly be classified under Class 3.

(h) **Contingent Losses.** Contingent, consequential and indirect coverages wherein the proximate cause of the loss is attributable to any of the causes enumerated under Class 3. Such coverages shall, for the purpose of classification, be included in the specific grouping of the kinds of insurance wherein such cause is specified.

ARTICLE FIVE

The Board of Directors shall consist of not less than three (3) nor more than twenty-one (21) natural persons who are at least 18 years of age. Directors shall be elected at the annual meeting of shareholders and shall hold office for a term of one year and until their successors are elected and qualified, except that directors elected to fill a vacancy may hold office for a term of less than one year. In all elections for directors, each shareholder shall have the right to vote in elections for directors, each shareholder shall have the right to vote in person or by proxy or to cumulate his shares as provided by Section 10 of the "Illinois Insurance Code."

ARTICLE SIX

The amount of the authorized capital stock of the corporation is Three Million Dollars (\$3,000,000), which shall be divided into 30,000 shares of the par value of \$100 each.

ARTICLE SEVEN

The corporation may issue policies upon either or both the participating and non-participating plans. The Board of Directors may from time to time distribute equitably to the holders of participating policies issued by the corporation, such sums out of earnings as in its judgment is proper after setting aside from such earnings such sums or dividends to be paid stockholders and such surplus as the Board of Directors shall determine.

ARTICLE EIGHT

The corporation may by reinsurance agreement accept any part or all of any risks of a kind which it is authorized to insure and it may cede all or any part of its risks to another solvent company having the power to make such reinsurance, subject to the provisions of Article XI of the "Illinois Insurance Code."

IN WITNESS WHEREOF, the undersigned Modern Service Insurance Company has caused these Articles of Reorganization to be executed in its name, by its President and its corporate seal to be hereto affixed, attested by its Secretary, both being thereunto duly authorized, this 19th day of October, 2006.

MODERN SERVICE INSURANCE COMPANYBy: 

Philip T. Nelson, President

[Corporate Seal]

ATTEST:


Paul M. Harmon, Secretary

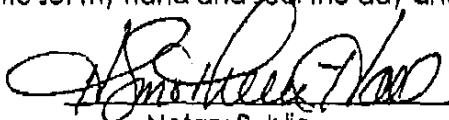
STATE OF ILLINOIS)

COUNTY OF McLEAN)

) SS

I, H. Smotherman-Hall a Notary Public, do hereby certify that on the 19
day of October, 2006, Philip T. Nelson and Paul M. Harmon, personally
appeared before me and declared that they are President and Secretary of
Modern Service Insurance Company, and being first duly sworn by me,
acknowledged that they signed the foregoing Articles of Reorganization in their
respective capacities as set forth therein, and declared that the statements
therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and
year before written.


Notary Public

[Notarial Seal] -

