

F98000000454

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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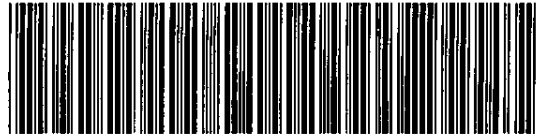
(Business Entity Name)

(Document Number)

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FILED
09 DEC -4 AM 10:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FFWC
12/10/09

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Avalon Risk Management, INC.
Name of Corporation

DOCUMENT NUMBER: F98000000454

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Andrew A. Sutter
Name of Contact Person

Avalon Risk Management Insurance Agency LLC
Firm/Company

150 Northwest Point BLVD, 4th floor,
Address

Elk Grove Village, IL 60007
City/State and Zip Code

compliance@avalonrisk.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Andrew A. Sutter at (847) 700-8174
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

(Pursuant to s. 607.1504, F.S.)

SECTION I

(Document number of corporation (if known))

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

3. January 26, 1998
(Date authorized to do business in Florida)

SECTION II

- its jurisdiction of incorporation? November 11, 2009

- KINGSWAY AMERICA AGENCY INC.

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

- (New duration)

- (New jurisdiction)

- (Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

(Typed or printed name of person signing)

(Title of person signing)

FORM **BCA 10.30**
ARTICLES OF AMENDMENT
Business Corporation Act

Secretary of State
Department of Business Services
Springfield, IL 62756

File # 5975-410-6

Approved: MJE

Filing Fee: \$50

FILED

Nov 11, 2009

Jesse White
Secretary of State

1. Corporate Name:

AVALON RISK MANAGEMENT, INC.

2. Manner of Adoption of Amendment:

The following amendment to the Articles of Incorporation was adopted on Nov 11, 2009
in the manner indicated below: Month & Day Year

- ☐ By the shareholders, in accordance with Section 10.20, a resolution of the board of directors having been duly adopted and submitted to the shareholders. At a meeting of shareholders, not less than the minimum number of votes required by statute and by the Articles of Incorporation were voted in favor of the amendment.
- ☐ By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by shareholders having not less than the minimum number of votes required by statute and by the Articles of Incorporation. Shareholders who have not consented in writing have been given notice in accordance with Section 7.10.
- ☒ By the shareholders, in accordance with Section 10.20, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by all the shareholders entitled to vote on this amendment.

3. Text of Amendment:

When amendment effects a name change, insert the New Corporate Name below.

Article I: Name of the Corporation:

KINGSWAY AMERICA AGENCY INC.

4. The undersigned Corporation has caused these Articles to be signed by a duly authorized officer who affirms, under penalties of perjury, that the facts stated herein are true and correct.

Dated Nov 11, 2009
Month & Day Year

Exact Name of the Corporation:

AVALON RISK MANAGEMENT, INC.

KATHLEEN HOWIE

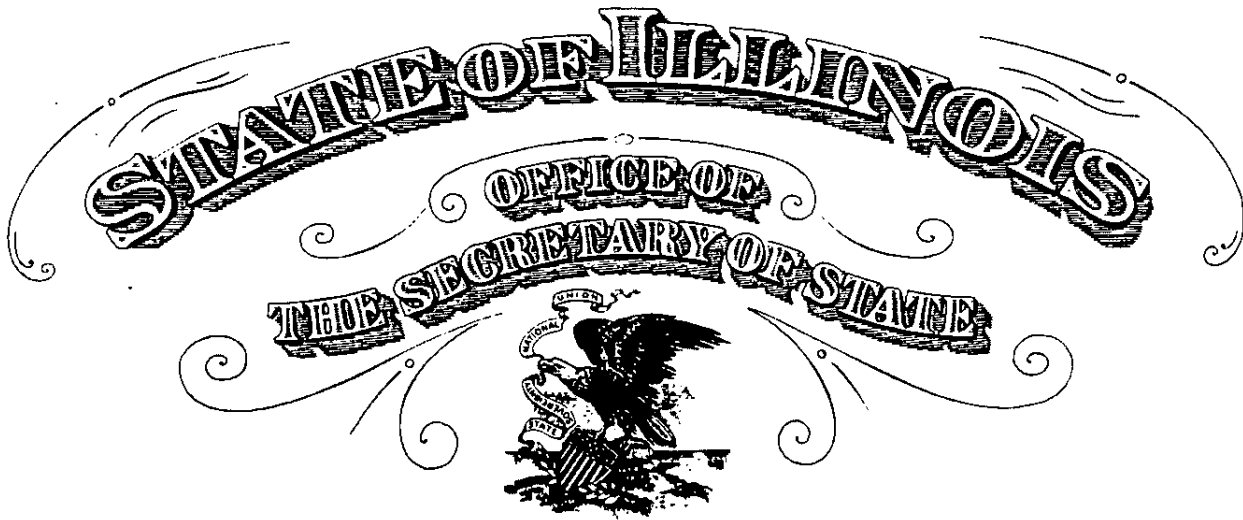
Authorized Officer's Signature

VICE PRESIDENT

Title

THIS DOCUMENT MUST BE RECORDED IN THE OFFICE OF THE RECORDER OF THE COUNTY IN WHICH THE REGISTERED OFFICE OF THE CORPORATION IS LOCATED, AS PROVIDED BY SECTION 1.10 OF THE BUSINESS CORPORATION ACT OF THIS STATE. FOR FURTHER INFORMATION CONTACT YOUR COUNTY RECORDER OF DEEDS OFFICE.

File Number 5975-410-6



To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that

KINGSWAY AMERICA AGENCY INC., A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE ON JANUARY 08, 1998, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE BUSINESS CORPORATION ACT OF THIS STATE RELATING TO THE PAYMENT OF FRANCHISE TAXES, AND AS OF THIS DATE, IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF ILLINOIS.



In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, this 12TH day of NOVEMBER A.D. 2009 .

Jesse White

Authentication #: 0931601794

Authenticate at: <http://www.cyberdriveillinois.com>

SECRETARY OF STATE

Florida Secretary of State

To Whom It May Concern:

Please be advised that pursuant to an agreement which closed October 13, 2009 Avalon Risk Management Inc. an Illinois corporation, (Seller) with FEIN 36-4201541 has sold the renewal rights and certain tangible and intangible assets to Avalon Risk Management Insurance Agency LLC (Purchaser), including the trade names, trade styles logos and trademarks and service marks. The senior managers of Avalon Risk Management Inc. (Old Name) have become shareholders and officers of the Purchaser and continue to administer the business in transition on behalf of both parties.

In order to facilitate the smoothest transition possible Seller has agreed to change its name to make the Old Name or a comparable name available to Purchaser. Certain infrastructure and IT work is being prepared to support the transition. Purchaser with FEIN 20-1572094 wishes to change its name to Avalon Risk Management Insurance Agency LLC, in order to preserve the maximum value of the acquired asset. Seller hereby consents to Purchaser's use of the Old Name or any name containing the words Avalon Risk Management or ARM and waives all conflict. Moreover upon the change of the name for Purchaser, Seller will cease doing business in Florida under the Old Name and will immediately file a name change to Kingsway America Agency, Inc. the application for which is attached hereto.

We hereby request that these changes be accomplished simultaneously as soon as possible.

Simultaneous actions as follows:

Initial registration for AVALON RISK MANAGEMENT INSURANCE AGENCY LLC
(FEIN 20-1572094)

Name change
AVALON RISK MANAGEMENT, INC. (FEIN 36-4201541)
to
KINGSWAY AMERICA AGENCY INC.

We realize that this is a complex issue and appreciate all expediency. Please contact the following with any questions or requests for additional information.

Andrew Sutter
Direct Phone: 847-700-8174
Direct Fax: 847-952-7020
Email: asutter@avalonrisk.com
150 Northwest Point BLVD, 4th Floor
Elk Grove Village, IL 60007