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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Amend & Rest.*

C. Coulllette JAN 04 2006

# National Indemnity Company of the South

Jacksonville, Florida

December 27, 2006

State of Florida  
Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Re: National Indemnity Company of the South

Enclosed, please find three originally-executed Restated Articles of Incorporation for National Indemnity Company of the South. The Restated Articles were approved by the Office of Insurance Regulation on December 15, 2006. Also enclosed is a check for \$35 as payment of the filing fees.

Please return the approved Restated Articles to my attention. If you have any questions, please let me know.

Yours truly,



Brennan Neville  
Legal Counsel  
BN:dc  
Encl.

RESTATED ARTICLES OF INCORPORATION  
OF  
NATIONAL INDEMNITY COMPANY OF THE SOUTH

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TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation (which is hereinafter called the "Company") shall be:

NATIONAL INDEMNITY COMPANY OF THE SOUTH

ARTICLE II

The purpose or purposes of the Company are:

(a) to generally carry on the business of a property, casualty, surety and marine insurance company as a stock insurer.

(b) to do all things necessary or appropriate for the accomplishment of any of the businesses, objects or purposes of the Company or designed to promote the interests of the Company, directly or indirectly, and to do any and all things and to exercise all powers now or hereafter conferred upon corporations of all the general character of this corporation by the laws of the state of Florida and of the United States.

ARTICLE III

The Company shall have perpetual existence.

ARTICLE IV

The aggregate number of shares which the Company is authorized to issue is Fifty Thousand (50,000) common. Such shares shall be of a single class and shall have a par value of \$100 per share.

ARTICLE V

The amount of capital with which the Company shall begin business is \$500.00, except that the Company shall not transact any insurance business until it shall have paid in capital in the amount of \$1 million and surplus in the amount of \$2 million.

ARTICLE VI

The affairs of the Company shall be conducted by a Board of Directors consisting of not less than five (5) persons, as set forth in the Company's Bylaws, a majority of whom shall be citizens of the United States.

The initial Board of Directors of the Company, the majority of whom shall be citizens of the United States, who shall hold office until the first annual meeting of stockholders, which shall be held not later than one year from the date of incorporation of the Company, and until their successors have been duly elected and qualified, are as follows:

Warren E. Buffett	5505 Farnam Street Omaha, NE - Citizen of USA
Michael A. Goldberg	303 So. 53rd Street Omaha, NE - Citizen of USA
J. Verne McKenzie	239 So. 89th Street Omaha, NE - Citizen of USA
Roland D. Miller	RR 2 Elkhorn, NE - Citizen of USA
Michael S. O'Leary	1757 Glendale Street Jacksonville, FL -
Dana Roehrig	1132 Snell Isle Blvd. St. Petersburg, FL - Citizen of USA

#### ARTICLE VII

*The principal place of business for the Company shall be Jacksonville, Duval County, Florida, but the Company may establish and maintain its principal office at such other place within the State of Florida as may be determined by the Board of Directors consistent with the Florida Insurance Code as the same is then in effect.*

#### ARTICLE VIII

The name and residence address of each incorporator, the majority of whom are citizens of the United States, is:

Warren E. Buffett	5505 Farnam Street Omaha, NE - Citizen of USA
Michael A. Goldberg	303 So. 53rd Street Omaha, NE - Citizen of USA
J. Verne McKenzie	239 So. 89th Street Omaha, NE - Citizen of USA
Roland D. Miller	RR 2 Elkhorn, NE - Citizen of USA
W. Dana Roehrig	1132 Snell Isle Blvd. St. Petersburg, FL - Citizen of USA

#### ARTICLE IX

Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the Bylaws of the Company.

#### ARTICLE X

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock issued and entitled to vote, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

**APPROVED**

**DEC 15 2006**

NATIONAL INDEMNITY COMPANY OF THE SOUTH

Corporate Form of Resolution

Docketed by: cam

I, JANELLE K. KAY, Assistant Secretary of National Indemnity Company of the South, a Florida Corporation, do hereby certify that the following is a true and complete copy of resolutions adopted by the sole shareholder on October 26, 2006:

RESOLVED, That ARTICLE IV be amended to read as follows:

"The aggregate number of shares which the Company is authorized to issue is Fifty Thousand (50,000) common. Such shares shall be of a single class and shall have a par value of \$100 per share."

RESOLVED FURTHER, That ARTICLE VII be amended to read as follows:

"The principal place of business for the Company shall be Jacksonville, Duval County, Florida, but the Company may establish and maintain its principal office at such other place within the State of Florida as may be determined by the Board of Directors consistent with the Florida Insurance Code as the same is then in effect."

RESOLVED FURTHER, That the Restated Articles of Incorporation, as attached, are hereby approved and adopted.

IN WITNESS WHEREOF, I have hereunto set my hand and the seal of this Corporation.

DATED: October 30, 2006

  
Janelle K. Kay

