# PO 5044

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PICK-UP	WAIT	MAIL
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FILED MINO: 38



#### Via Federal Express

October 7, 2011

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

RE: White Mountains Reinsurance Company of America (Document #P05044)

Request for Name change to

Sirius America Insurance Company

Dear Examiner:

Enclosed is the Application by Foreign Profit Corporation to File Amendment to Application for Authorization to Transact Business in Florida fully completed and executed. Also enclosed is our check in the amount of \$52.50 which represents payment in full of the filing fee, certified copy and certificate of status.

Included in this filing is a certified copy of the Amendment to Charter.

We trust all is in order and look forward to receiving the certified copy of our filing and the certificate of status.

If you have any questions, feel free to contact me either by telephone at 212-312-2536 or by e-mail at linda.lieberman@siriusamerica.com.

Sincerely.

Linda S. Lieberman

Assistant Vice President and

Compliance Officer

#### **COVER LETTER**

TO: Amendment Section

Division of Corporations	
SUBJECT: White Mountains R	einsurance Company of America
DOCUMENT NUMBER:	P05044
The enclosed Amendment and fee are subr	nitted for filing.
Please return all correspondence concerning	g this matter to the following:
Linda S. Lieberman Name of Contact Person	
Sirius America Insurance Con Firm/Company	npany
One Liberty Plaza, 18th Flo Address	por
New York, NY 10006 City/State and Zip Code	<del></del>
linda.lieberman@siriusame E-mail address: (to be used for future ann	erica.com ual report notification)
For further information concerning this man	tter, please call:
Linda S. Lieberman Name of Contact Person	at ( 212 ) 312-2536 Area Code & Daytime Telephone Number
Enclosed is a check for the following amou	nt:
\$35.00 Filing Fee \$43.75 Filing Fee & Certificate of Statu.	\$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) P05044	FILL MILAHASS
(1	Document number of corporation (if known)	
1White Moun	ntains Reinsurance Company of Ameri	ca PS 5
(Name of corpora	ation as it appears on the records of the Department of State	
2. New York (Incorporated under laws	3. 2/1 (Date authorized to do b	8/85
(4-7 co	SECTION II MPLETE ONLY THE APPLICABLE CHANGES)	
	of the corporation, when was the change effected	under the laws of
its jurisdiction of incorporation?	September 10, 2011	
5. S (Name of corporation after the amend appropriate abbreviation, if not contact the second contact the se	Sirius America Insurance Company Iment, adding suffix "corporation," "company," cained in new name of the corporation)	or "incorporated," or
(If new name is unavailable in Florida business in Florida)	, enter alternate corporate name adopted for the p	urpose of transacting
6. If the amendment changes the period	of duration, indicate new period of duration.	
<del></del>	(New duration)	
7. If the amendment changes the jurisdic	ction of incorporation, indicate new jurisdiction.	
	(New jurisdiction)	
8. Attached is a certificate or document of 90 days prior to delivery of the application having custody of corporate records in	of similar import, evidencing the amendment, aut ation to the Department of State, by the Secretary a the jurisdiction under the laws of which it is inc	henticated not more than of State or other official orporated.
(Signature of a director, president or of a receiver or other court appointed	other officer - if in the hands I fiduciary, by that fiduciary)	
Robert P. Kuehr	Senior Vice Pre	sident

SHORT



#### STATE OF NEW YORK

#### INSURANCE DEPARTMENT

It is hereby certified that the attached copy of Certificate of Amendment to the Declaration of Intention and Charter of White Mountains Reinsurance Company, of New York, New York, to change the name of the corporation to Sirius America Insurance Company, as approved by this Department, September 10, 2011, pursuant to Section 1206 of the New York Insurance Law,

has been compared with the original on file in this Department and that it is a correct transcript therefrom and of the whole of said original.



In Witness Whereof, I have hereunto set my hand and affixed the official seal of this Department at the City of Albany, this 10<sup>th</sup> day of September, 2011

Clark J. Williams

Special Deputy Superintendent

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## CERTIFICATE OF AMENDMENT TO THE DECLARATION OF INTENTION AND CHARTER OF WHITE MOUNTAINS REINSURANCE COMPANY OF AMERICA

#### Under

Section 805 of the Business Corporation Law of the State of New York

#### and

#### Section 1206 of the Insurance Law of the State of New York

- 1. The name of the Corporation is WHITE MOUNTAINS REINSURANCE COMPANY OF AMERICA
- 2. The Declaration of Intention and Charter (the "<u>Charter</u>") of the Corporation was filed in the Office of the Superintendent of Insurance of the State of New York on September 13, 1979.
- 3. The amendments to the Charter of the Corporation effected by this Certificate of Amendment are as follows:

Section 1 of the Charter of the Corporation, dealing with the name of the Corporation, is hereby amended, to change the company's name from

WHITE MOUNTAINS REINSURANCE COMPANY OF AMERICA

to:

SIRIUS AMERICA INSURANCE COMPANY

with an effective date of 12:01am, September 10, 2011.

Section 1 of the Charter is hereby amended, to read as follows: The name of this corporation shall be SIRIUS AMERICA INSURANCE COMPANY.

4. The manner in which the foregoing amendments to the Charter of the Corporation were authorized was by unanimous written consent of the directors of the Corporation effective as of August 9, 2011 pursuant to Section 708 of the Business Corporation Law of the State of New York, which consent was duly signed by all the directors of the Corporation, and the written consent of the sole shareholder of the Corporation effective as of August 9, 2011, pursuant to Section 615 of the Business Corporation Law of the State of New York, which consent was duly signed by the sole shareholder of the Corporation.

IN WITNESS WHEREOF, we have signed this Certificate of Amendment on the 15<sup>th</sup> day of August, 2011 and we confirm the statements contained herein as true under penalty of perjury.

Dwight R. Evans

President and Chief Executive Officer

Robert P. Kuehn

Senior Vice President, General Counsel

and Secretary