P06000066267

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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Division of Corporations
Fax Number : (850)617-6380

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED AND FILED

**Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.**

Email Address:

**COR AMND/RESTATE/CORRECT OR O/D RESIGN**
**STARR INTERNATIONAL USA, INC.**

| | |
|---|---|
| Certificate of Status | 0 |
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| Estimated Charge | $35.00 |

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*RE-SUBMIT*
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**COVER LETTER**

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Starr International USA, Inc.

DOCUMENT NUMBER: P06000066267

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Julie Clifford
Name of Contact Person

C. V. Starr & Co., Inc.
Firm/ Company

399 Park Ave, 8th FL
Address

New York, NY 10022
City/ State and Zip Code

Julie.Clifford@starrcompanies.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Ryan Dowey — Name of Contact Person
at (646) 227-6767 — Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

☐ $35 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

850-617-6381 1/5/2012 2:14:24 PM PAGE 1/001 Fax Server

January 5, 2012

FLORIDA DEPARTMENT OF STATE
Division of Corporations

STARR INTERNATIONAL USA, INC.
PMB 175
24 DOCKSIDE LANE
KEY LARGO, FL 33037

SUBJECT: STARR INTERNATIONAL USA, INC.
REF: P06000066267

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The date of adoption of each amendment must be included in the document.

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) 245-6957.

Tracy L Lemieux
Regulatory Specialist II

FAX Aud. #: H12000002900
Letter Number: 312A00000279

*RE-SUBMIT*
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P.O BOX 6327 – Tallahassee, Florida 32314

12 JAN -4 AM 10:50
APPROVED AND FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Articles of Amendment**
**to**
**Articles of Incorporation**
**of**

Starr International USA, Inc.

(Name of Corporation as currently filed with the Florida Dept. of State)

P06000066267

(Document Number of Corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

Starr Insurance Holdings, Inc.

*The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or Co.," or the designation "Corp," "Inc," or "Co". A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."*

B. Enter new principal office address, if applicable:
*(Principal office address MUST BE A STREET ADDRESS)*

C. Enter new mailing address, if applicable:
*(Mailing address MAY BE A POST OFFICE BOX)*

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

*Name of New Registered Agent:* ____________________

____________________
*(Florida street address)*

*New Registered Office Address:* ____________________, Florida ____________
*(City)* *(Zip Code)*

New Registered Agent's Signature, if changing Registered Agent:
*I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.*

____________________
*Signature of New Registered Agent, if changing*

**If AMENDING the Officers and/or Directors, please list all officers/directors of the corporation as you now want the record to be. Please indicate the title(s), name and address for each officer/director.**

*(Our database can index up to 6 officers/directors. If you have more than 6 officers/directors, please list them on an additional sheet.)*

| Title(s) | Name | Address |
| --- | --- | --- |
| 1)____ | ________ | ________ |
| 2)____ | ________ | ________ |
| 3)____ | ________ | ________ |
| 4)____ | ________ | ________ |
| 5)____ | ________ | ________ |
| 6)____ | ________ | ________ |

**If REMOVING an officer and/or director, please list the title(s) and name of the officer/director to be removed:**

| Title(s) | Name | Title(s) | Name |
| --- | --- | --- | --- |
| 1)____ | ________ | 4)____ | ________ |
| 2)____ | ________ | 5)____ | ________ |
| 3)____ | ________ | 6)____ | ________ |

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

E. **If an amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself:**
*(If not applicable, indicate N/A)*

The date of each amendment(s) adoption: January 1, 2012

Effective date if applicable: ______________________
*(no more than 90 days after amendment file date)*

Adoption of Amendment(s) **(CHECK ONE)**

☐ The amendment(s) was/were adopted by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval

by ______________________."
*(voting group)*

☒ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Dated 12/29/2011

Signature Honora Keane
(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Honora Keane
(Typed or printed name of person signing)

Senior Counsel and Senior Vice President
(Title of person signing)