

P08397

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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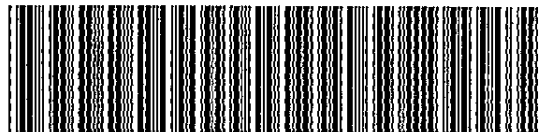
(Business Entity Name)

(Document Number)

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TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Fidelity National Property and Casualty Insurance, Inc.
(Name of corporation)

DOCUMENT NUMBER: P08397

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Ms. Trudy Beck

(Name of person)

Fidelity National

(Name of firm/company)

4050 Calle Real, Suite 290

(Address)

Santa Barbara CA 93110

(City/state and zip code)

For further information concerning this matter, please call:

Marjorie Nemzura

(Name of person)

at (312) 223-4552

(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
409 E. Gaines Street
Tallahassee, FL 32399

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)

P08397

(Document number of corporation (if known))

1. Fidelity National Property and Casualty Insurance, Inc.

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

2. New York

(Incorporated under laws of)

3. 12/13/1985

(Date authorized to do business in Florida)

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? 1/23/2004

5. Fidelity National Property and Casualty Insurance Company

(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.

(New jurisdiction)

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

Marjorie Nemzura

(Typed or printed name of person signing)

3/2/2004
(Date)

Vice President

(Title of person signing)

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TALLAHASSEE, FLORIDA

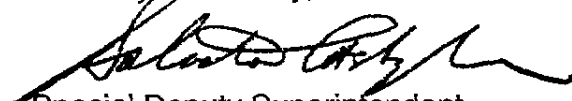
SHORT CERTIFICATE

**STATE OF NEW YORK
INSURANCE DEPARTMENT**

It is hereby certified that the attached copy of Certificate of Amendment of Charter of FIDELITY NATIONAL PROPERTY AND CASUALTY INSURANCE, INC., of New York, New York, to change the name of the corporation to FIDELITY NATIONAL PROPERTY AND CASUALTY INSURANCE COMPANY, as approved by this Department January 23, 2004,
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 here-
unto set my hand and affixed
the official seal of this Department
at the City of Albany, this
30th day of January, 2004.


Special Deputy Superintendent

CERTIFICATE OF AMENDMENT

OF

CHARTER

OF

FIDELITY NATIONAL PROPERTY AND CASUALTY INSURANCE, INC.

UNDER SECTION 805 OF THE BUSINESS CORPORATION LAW AND
UNDER SECTION 1206 OF THE INSURANCE LAW

The undersigned, being the President and Secretary of Fidelity National Property and Casualty Insurance, Inc., do hereby certify and set forth:

1. The name of the corporation is Fidelity National Property and Casualty Insurance, Inc. The names under which the corporation was previously known were First Community Insurance Company and Bausch & Lomb Insurance Company. The corporation was originally formed as SOFLENS Insurance Company.
2. The Declaration of Intention and Charter of Fidelity National Property and Casualty Insurance, Inc. was filed with the State of New York Insurance Department on June 7, 1971.
3. The Charter of Fidelity National Property and Casualty Insurance, Inc. is hereby amended to change the name of the corporation.
4. Paragraph 1 of the Charter, which sets forth the name of the corporation, is hereby amended to read as follows:
 1. The name of the corporation shall be Fidelity National Property and Casualty Insurance Company.

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5. The manner in which the foregoing amendment of Paragraph 1 of the Charter was authorized was by affirmative vote of all the directors of Fidelity National Property and Casualty Insurance, Inc. by written consent in lieu of a meeting dated January 14, 2004, and by affirmative vote of the holder of all outstanding shares entitled to vote thereon by written consent in lieu of a meeting dated January 14, 2004.

IN WITNESS WHEREOF, the undersigned have executed and signed this Certificate this 22nd day of January, 2004 and affirmed as true under the penalties of perjury.


Mark O. Davey
President

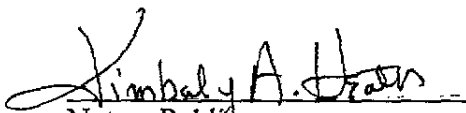

Todd C. Johnson
Secretary

STATE OF FLORIDA)
)
COUNTY OF DUVAL)

On this 22nd day of January, 2004, before me, the subscriber, a notary public in and for said State and County, personally appeared Mark O. Davey and Todd C. Johnson, to me known, and known to be the persons described in and who executed the foregoing instrument, and they severally duly acknowledged to me that they executed the same.



Kimberly A. Heath
My Commission DD253544
Expires September 28, 2007


Notary Public

My Commission expires 9/28/07