

P12593

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

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11 JAN -6 PM 2:33

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APPROVED

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COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Imperium Insurance Company
Name of Corporation

DOCUMENT NUMBER: P12593

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Marlene Santos-Rosario
Name of Contact Person

Imperium Insurance Company
Firm/Company

120 West 45th Street, 36th Floor
Address

New York, New York 10036
City/State and Zip Code

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

For further information concerning this matter, please call:

Marlene Santos-Rosario at (212) 702-3709
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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 21, 2010

MARLENE SANTOS-ROSARIO
120 W 45 ST 36 FLOOR
NEW YORK, NY 10036

SUBJECT: DELOS INSURANCE COMPANY
Ref. Number: P12593

We have received your document for DELOS INSURANCE COMPANY and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

A foreign corporation which has changed its name, duration, jurisdiction, or purpose (nonprofit corporation only), should file an amended application. The amendment should be filed after the occurrence of such a change within 30 days for a not for profit corporation and within 90 days for a profit corporation. The form should be accompanied by an original certificate from the domicile state issued within the past 90 days evidencing the change and a filing fee of \$35.

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

Letter Number: 010A00029475

1/6/11

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)

P12593
(Document number of corporation (if known))

1. Delos Insurance Company
(Name of corporation as it appears on the records of the Department of State)
2. Delaware 3. December 19, 1986
(Incorporated under laws of) (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? Effective December 30, 2010
5. Imperium 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)
- N/A
(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.
- N/A
(New duration)
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
- N/A
(New jurisdiction)
8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

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

Marlene Santos-Rosario
(Typed or printed name of person signing)

Assistant Secretary
(Title of person signing)

11 JAN - 6 PM 2:39

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "DELOS INSURANCE COMPANY", CHANGING ITS NAME FROM "DELOS INSURANCE COMPANY" TO "IMPERIUM INSURANCE COMPANY", FILED IN THIS OFFICE ON THE TENTH DAY OF DECEMBER, A.D. 2010, AT 3:01 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE THIRTIETH DAY OF DECEMBER, A.D. 2010.

0845999 8100

101174623

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8418228

DATE: 12-10-10

State of Delaware
Secretary of State
Division of Corporations
Delivered 03:12 PM 12/10/2010
FILED 03:01 PM 12/10/2010
SRV 101174302 - 0845999 FILE

STATE OF DELAWARE
CERTIFICATE OF AMENDMENT
OF CERTIFICATE OF INCORPORATION

The corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware does hereby certify:

FIRST: That by unanimous written consent of the Board of Directors of Delos Insurance Company, resolutions were duly adopted setting forth proposed amendment of the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of said corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

RESOLVED, the Certificate of Incorporation of this corporation be amended by changing the Article thereof numbered "1" so that, as amended, said Article shall be and read as follows:

"1. The name of the corporation is Imperium Insurance Company."

SECOND: That thereafter, pursuant to resolution of its Board of Directors, a special meeting of the stockholders of said corporation was duly called and held upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware at which meeting the necessary number of shares as required by statute were voted in favor of the amendment.

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

FOURTH: The effective date of this Certificate of Amendment is December 30, 2010.

IN WITNESS WHEREOF, said corporation has caused this certificate to be signed 9th day of December, 2010.

By: 

Authorized Officer

Title: President

Name: Bryan J. McCully
Print or Type

No 5137 P

Annual Continuation Fee
\$100.00

State of Delaware



Department of Insurance

Certificate of Authority to Insurance Company

This Certifies that subject to and in accordance with the laws of this State,

The IMPERIUM INSURANCE COMPANY
2711 Centerville Road, Suite 400, Wilmington, DE 19808
of Administrative Office: 120 West 45th Street, 36th Floor, New York, NY 10036
Incorporated or Organized on November 18, 1977 in Delaware
as a Stock insurer is hereby authorized to transact the business of
Health, Property, Surety, Marine & Transportation, Casualty, including:
Vehicle, Liability, Burglary & Theft, Personal Property Floater, Glass,
Boiler & Machinery, Credit, Workers' Compensation & Employers' Liability,
Leakage & Fire Extinguisher Equipment, Malpractice, Elevator, Congenital
Defects, Livestock, Entertainments and Miscellaneous

insurance within the State of Delaware as such classes are now or may hereinafter be defined. This Certificate of Authority is the property of the State of Delaware and shall continue in force until terminated, suspended or revoked, subject to requirements for continuation by or on March 1 annually as set forth in the Insurance Laws of the State of Delaware. Admitted on December 27, 1977. Effective December 30, 2010, Delos Insurance Company changed its name to Imperium Insurance Company.

IN WITNESS WHEREOF, I have
hereunto set my hand and official seal, at Dover,
this 30th day of December, 20 10



INSURANCE COMMISSIONER
Karen Weldin Stewart, CIR-ML

DEPUTY INSURANCE COMMISSIONER

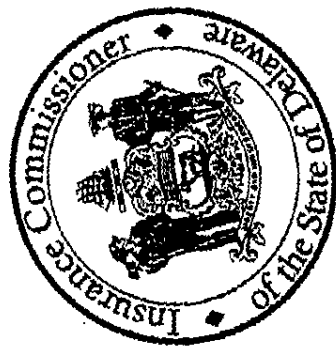
**CERTIFIED CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION**


I, Karen Weldin Stewart, Insurance Commissioner of the State of Delaware, do hereby certify that

IMPERIUM INSURANCE COMPANY
f/k/a DELOS INSURANCE COMPANY,

the attached Certificate of Amendment of Certificate of Incorporation of
Imperium Insurance Company, Inc., is hereby amended to be effective December 30, 2010,
as filed with the Delaware Secretary of State on December 10, 2010 to be effective December 30, 2010.

In Witness Whereof, I have hereunto set my hand
and affixed the official seal of this Department at the
City of Dover, this 7th day of January, 2011.




Karen Weldin Stewart, CIR-ML
Insurance Commissioner

CERTIFIED CERTIFICATE OF AUTHORITY

is a true and correct copy of the document on file with this Department.

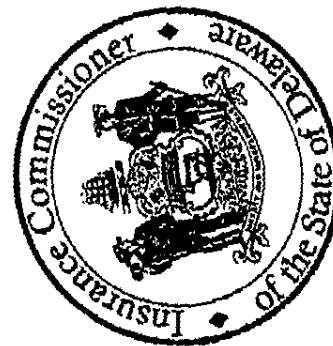
I, Karen Weldin Stewart, Insurance Commissioner of the State of Delaware, do hereby certify that


IMPERIUM INSURANCE COMPANY
f/k/a DELOS INSURANCE COMPANY

the attached Delaware Certificate of Authority No. 5137P, dated December 30, 2010, issued to the

is a true and correct copy of the document on file with this Department.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed
the official seal of this Department at the City of Dover, this 30th day
of December, 2010.




Karen Weldin Stewart, CIR-ML
Insurance Commissioner