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NEW JERSEY OFFICE
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NEWARK, NJ 07102-5397

June 4, 1999

VIA FEDERAL EXPRESS

Florida Department of State
Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Mike Dougherty GAVE
AUTHORIZATION BY PHONE TO
CORRECT Date of Qualification
DATE 6-11-99
DOC. EXAM DHS

400002897024--8
-06/07/99--01132--019
*****35.00 *****35.00
400002897024--8
-06/07/99--01132--020
*****52.50 *****52.50
DIRECT DIAL
(212) 940-8758
E-MAIL ADDRESS
cmdougherty@rosenman.com

Re: Nordstern Insurance Company of America
Name Change to: "AXA Nordstern Art Insurance Corp."
NAIC Company No.: 29530; FEIN No.: 13-3368745
Effective Date of Name Change: January 1, 1999
Our File No.: 58356-74522

Gentlemen/Ladies:

This firm is counsel to Nordstern Insurance Company of America ("Nordstern"), a New York domiciled stock property-casualty insurer which has changed its name to "AXA Nordstern Art Insurance Corp." In connection with Nordstern's captioned name change, enclosed are:

- (1) One certified copy of Nordstern's amended charter evidencing its name change;
- (2) Nordstern's Application by Foreign Profit Corporation to File Amendment to Application for Authorization to Transact Business in Florida (the "Application");
- (3) Our firm's Check No. 25791 in the amount of \$35.00 made payable to the order of the "Florida Department of State" in payment of the filing fee for the Application; and,
- (4) Our firm's Check No. 25792 in the amount of \$52.50 made payable to the order of the "Florida Department of State" in payment of the fee for a Certified Copy of Nordstern's amended Authorization to Transact Business in Florida.

Please mark your records accordingly and forward to my attention the certified copy of Nordstern's Application as soon as possible.

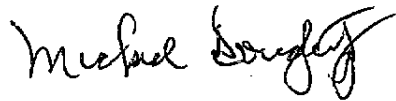
FILED
99 JUN 14 PM 6:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name change
LFT
6-14-99

Florida Department of State
June 4, 1999
Page 2

We thank you, in advance, for your assistance and courtesies in this matter. If you have any questions, please do not hesitate to contact me.

Very truly yours,



Michael Dougherty

Encls.
CMD:id

cc: Mr. Horace Tucker (via fax {850} 488-2935)(w/encls.)
Insurance Examiner
Florida Department of Insurance
Bureau of Property & Casualty
Insurer Insolvency and Market Conduct
Name Change Request
200 East Gaines Street
Tallahassee, Florida 32399-0329

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June 11, 1999

VIA FEDERAL EXPRESS

E-MAIL ADDRESS
mmtract@rosenman.com

Ms. Louise Jackson
Florida Department of State
Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

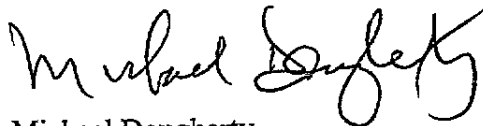
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NAIC Company No.: 29530; FEIN No.: 13-3368745
Effective Date of Name Change: January 1, 1999
Our File No.: 58356-74522

Dear Ms. Jackson:

In accordance with our telephone conversations, enclosed is a hard copy of the Certificate of Amendment of Charter for Nordstern which I had faxed to you earlier today. As required by the New York Insurance Law, the Certificate was filed with the New York County Clerk's Office after first being issued by the New York Insurance Department.

We thank you for your continued assistance and courtesies in this matter. If you have any questions, please do not hesitate to contact me.

Very truly yours,



Michael Dougherty

Encl.
CMD:id

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)

FILED
99 JUN 14 PM 6:02
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

1. Nordstern Insurance Company of America
Name of corporation as it appears on the records of the Department of State.
2. New York
Incorporated under laws of
3. 7-26-88
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? October 30, 1998
5. AXA Nordstern Art Insurance Corp.
Name of corporation after the amendment, adding suffix "corporation", "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.

6. If the amendment changes the period of duration, indicate new period of duration.

Not Applicable
New Duration

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

Not Applicable
New Jurisdiction


Signature
Dr. Dietrich von Frank
Typed or printed name

June 2, 1999
Date
President & CEO
Title

SHORT CERTIFICATE

**STATE OF NEW YORK
INSURANCE DEPARTMENT**

It is hereby certified that the annexed copy of Certificate of Amendment of Declaration of Intention and Charter of NORDSTERN INSURANCE COMPANY OF AMERICA, of New York, New York, to change the name of the corporation to AXA Nordstern Art Insurance Corp., as approved by this Department October 30, 1998,

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 30th day of October, 1998.

Barbara E. Chelen

Special Deputy Superintendent

FILED
99 JUN 14 PM 6:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NS 064703

STATE OF NEW YORK,
COUNTY OF NEW YORK, SS:
I, NORMAN GOODMAN,
COUNTY CLERK AND CLERK
OF THE SUPREME COURT,
NEW YORK COUNTY,
HEREBY CERTIFY ON

NOV. 16, 1998

THAT I HAVE COMPARED THIS
COPY WITH THE ORIGINAL
ON FILE IN MY OFFICE ON

NOV 16 1998

AND THAT THE SAME IS A

TRUE AND CORRECT
TRANSCRIPT AND OF THE
WHOLE OF SUCH ORIGINAL
IN WITNESS WHEREOF

I HAVE HEREUNTO SET MY
HAND AND AFFIXED MY
OFFICIAL SEAL.

Norman Goodman
COUNTY CLERK AND CLERK OF THE
SUPREME COURT, NEW YORK COUNTY
FACSIMILE SIGNATURE USED
PURSUANT TO SEC. 903,
COUNTY LAW.

FEE PAID

CERTIFICATE OF AMENDMENT
OF
DECLARATION OF INTENTION AND CHARTER
OF
NORDSTERN INSURANCE COMPANY OF AMERICA
UNDER SECTION 1206 OF THE INSURANCE LAW
AND
SECTION 805 OF THE BUSINESS CORPORATION LAW

We, the undersigned, being President and Secretary of Nordstern Insurance Company of America (the "Corporation"), a New York Corporation, hereby certify as follows:

1. The name of the Corporation is Nordstern Insurance Company of America.
2. The Declaration and Intention and Charter was filed by the Superintendent of Insurance on the 17th day of September 1986.
3. The Charter is hereby amended to change the name of the Corporation to AXA Nordstern Art Insurance Corp.
4. To effect the foregoing amendment, Section 1 of the Charter relating to the name of the Corporation is hereby amended in its entirety to read as follows:

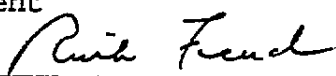
1. The name of this corporation shall be
AXA NORDSTERN ART INSURANCE CORP.

5. The amendment was authorized by the Board of Directors of the Corporation at a regular meeting on September 10, 1998, and by unanimous consent of the sole shareholder of all outstanding shares entitled to vote, dated September 10, 1998.

IN WITNESS WHEREOF, we have signed this Certificate of Amendment on the 28th day of September, 1998 and we affirm the statements contained therein as true under the penalties of perjury.



Dr. Dietrich von Frank
President



Ruth B. Freud
Secretary