

658743



**PROGRESSIVE**

**FILED**

99 JUN 28 PM 3:33

Law Department

6300 Wilson Mills Road

Mayfield Village, OH 44143

Telephone: 440 461-5000

Facsimile: 440 446-7894

progressive.com

June 18, 1999

Florida Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

600002916926--9

-06/28/99--01068--014

\*\*\*\*166.25 \*\*\*\*166.25

**RE: PROGRESSIVE SOUTHEASTERN INSURANCE COMPANY**

Dear Sir/Madam:

Enclosed are three (3) copies of an Amendment to the Articles of Incorporation of Progressive Southeastern Insurance Company which increases the amount of authorized shares of the Company to 40,000. This Amendment had been forwarded to the Florida Department of Insurance for their prior approval and such approval was granted on May 28, 1999 as evidenced on the enclosed Amendments. I would appreciate it if you could please file this document and, thereafter, return to me two (2) copies of the Amendment, stamped "approved" by the Secretary of State.

I have enclosed Progressive's draft in the amount of \$166.25 in payment of the \$35.00 filing fee and the fee for fifteen (15) certifications at a cost of \$8.75 per certification.

For your convenience, I have also enclosed a prepaid envelope to facilitate return of the Amendments and Certifications to me.

Thank you in advance for your attention to this matter. Should you have any questions, please do not hesitate to contact me at 440-446-7894.

Very truly yours,

*Amended  
6-29-99  
vts*

PROGRESSIVE CASUALTY INSURANCE COMPANY

*Karen Kosuda*

Karen Kosuda  
Legal Specialist

Enclosures

**ARTICLES OF AMENDMENT  
PROGRESSIVE SOUTHEASTERN INSURANCE COMPANY**

**FILED**

JUN 28 PM 3:33

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned President and Secretary of Progressive Southeastern Insurance Company (the "Corporation"), a Florida corporation, hereby certify, pursuant to §607.1006 of the Florida 1989 Business Corporation Act (the "Act"), that the following amendment to the Articles of Incorporation of the Corporation was approved by the sole shareholder of the corporation by unanimous written consent pursuant to and in accordance with §607.0704 of the Act on the 3rd day of March, 1999:

**RESOLVED**, that Article FOURTH of the Articles of Incorporation of the Corporation be amended to read as follows:

"FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 40,000 shares of common stock, One Hundred Dollars (\$100.00) par value."

The undersigned certify that the number of votes cast for the amendment by the shareholder was sufficient for approval.

**IN WITNESS WHEREOF**, the undersigned Corporation, by its duly elected President and Secretary, has hereunto set its name this 23rd day of April, 1999.

**PROGRESSIVE SOUTHEASTERN INSURANCE  
COMPANY**

By:   
Daniel R. Lewis, President

And by:   
David M. Schneider, Secretary

**APPROVED  
INSURANCE COMMISSIONER  
AND TREASURER**

**MAY 28 1999**

BY   
Legal Division