

P 06852

(Requestor's Name)

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(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

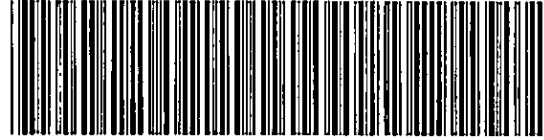
(Business Entity Name)

(Document Number)

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COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Plymouth Rock Assurance Preferred Corporation (f/k/a 21st Century National Insurance Company) Name of Corporation

DOCUMENT NUMBER: P06852

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Kristin V. Collins
Name of Contact Person

Plymouth Rock Assurance Preferred Corporation
Firm/Company

695 Atlantic Avenue
Address

Boston, MA 02111
City/State and Zip Code

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

For further information concerning this matter, please call:

Kristin Collins at (617) 951-1518
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

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)

P06852

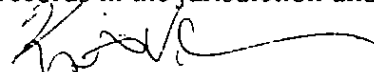
(Document number of corporation (if known))

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1. 21st Century National Insurance Company
(Name of corporation as it appears on the records of the Department of State)
2. New York
(Incorporated under laws of)
3. 7/24/1985
(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? December 7, 2018
5. Plymouth Rock Assurance Preferred Corporation
(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.
- 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.



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

Kristin V. Collins

(Typed or printed name of person signing)

Secretary

(Title of person signing)

Short Certificate

**STATE OF NEW YORK
DEPARTMENT OF FINANCIAL SERVICES**

It is hereby certified that the attached copy of Certificate of Amendment to the Charter of 21st Century National Insurance Company, of Hicksville, New York, to change the name of the company to Plymouth Rock Assurance Preferred Cooperation, approved by this Department, December 7, 2018, pursuant to Section 1206 of the New York Insurance Law

Has been compared with the original of 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
7th day of December, 2018.

Kathleen Granderath

Kathleen Granderath
Special Deputy Superintendent

CERTIFICATE OF AMENDMENT
OF
THE CHARTER
OF
21ST CENTURY NATIONAL INSURANCE COMPANY

Under Section 805 of the Business Corporation Law and Section 1206 of the Insurance Law

We, the undersigned, Mary J. Boyd and Kristin V. Collins, the Chief Executive Officer and Secretary, respectively, of 21st Century National Insurance Company, hereby certify as follows:

FIRST: The name of the corporation is 21st Century National Insurance Company.

SECOND: The Charter of the corporation was filed with the Insurance Department on December 12, 1994 under the corporation's former name of Abeille General Insurance Company, Inc.

THIRD: The purpose of this Certificate of Amendment is to change the name of the corporation to Plymouth Rock Assurance Preferred Corporation, to change the county where the office of the corporation is located in this state from the County of Nassau to the County of New York and to list the location of its principal office, to authorize the corporation to transact gap insurance, to allow one person to hold two or more offices, and to permit shareholders to fill vacancies on the Board of Directors.

FOURTH: The amendments effected by this Certificate of Amendment are as follows:

A. Section 1 of the Charter is amended to read as follows:

"Section 1: The name of this corporation shall be "PLYMOUTH ROCK ASSURANCE PREFERRED CORPORATION."

B. Section 2 of the Charter is amended to read as follows:

"Section 2: The principal office of this corporation in this state shall be located in the County of New York, State of New York. The Corporation shall have the power to establish other offices in this state and elsewhere in the United States and in any part of the world and to conduct its business wherever authorized by law. "

C. The first sentence of Section 3 of the Charter is amended to read as follows:

“Section 3: This corporation shall be authorized to transact the kinds of insurance specified and defined in paragraphs 3, 4, 5, 6, 7, 8, 9, 10, 11, 12, 13, 14, 15, 16, 17, 19, 20, 21, 22, 24 and 26 of section 1113 of the Insurance Law of the state of New York.”

Additionally, the following language is added at the end of Section 3:

“26. “Gap insurance” means insurance covering the gap amount which is payable upon the total loss of personal property, which is the subject of a lease or loan or other credit transaction occasioned by its theft or physical damage. The kinds of gap insurance are:

(A) “Motor vehicle lessor/creditor gap insurance” which insures the lessor, creditor, or the lessor’s or creditor’s assignee, under a motor vehicle lease or loan or other credit transaction pursuant to which the lessor, creditor, or, in the absence of a waiver by the lessor or creditor, the assignee has waived the obligation of the lessee or debtor for the gap amount;

(B) “Motor vehicle lessee/debtor gap insurance” which insures the lessee or debtor under a motor vehicle lease or loan or other credit transaction pursuant to which the lessor, creditor, or the lessor’s or creditor’s assignee has not waived the obligation of the lessee or debtor for the gap amount;

(C) “Non-motor vehicle lessor/creditor gap insurance” which insures the lessor, creditor, or the lessor’s or creditor’s assignee, under a lease or loan or other credit transaction covering personal property other than a motor vehicle pursuant to which the lessor, creditor, or, in the absence of a waiver by the lessor or creditor, the assignee, has waived the obligation of the lessee or debtor for the gap amount; and

(D) “Non-motor vehicle lessee/debtor gap insurance” which insures the lessee or debtor under a lease or loan or other credit transaction covering personal property other than a motor vehicle pursuant to which the lessor, creditor, or the lessor’s or creditor’s assignee has not waived the obligation of the lessee or debtor for the gap amount.”

D. Section 7(e) of the Charter is amended to read as follows:

“(e) Whenever any vacancy or vacancies shall occur in the Board of Directors, whether by reason of death, resignation, removal or otherwise, the remaining members of the Board, at a meeting called for that purpose, or at any regular meeting, shall elect a director or directors to fill the vacancy or vacancies thus created, or in the absence of such director action the shareholders may fill such vacancy or vacancies. Each director so elected shall hold office for the unexpired term of the director whose place he had taken.”

E. The second sentence of Section 8(a) of the Charter is replaced with the following sentence:

"Any two or more offices may be held by the same person."

FIFTH: The Certificate of Amendment was adopted by Unanimous Written Consent of the Board of Directors on October 24, 2018.

SIXTH: The Certificate of Amendment was adopted by Unanimous Written Consent of the Shareholder dated October 24, 2018.

SEVENTH: The effective date of the Certificate of Amendment to the Charter shall be December 7, 2018.

IN WITNESS WHEREOF, we have subscribed this document and do hereby affirm, under penalties of perjury, that the statements contained therein have been examined by us and are true and correct.

Date: October 24, 2018



Mary J. Boyd, Chief Executive Officer



Kristin V. Collins, Secretary