

## General Casualty Company of Wisconsin Amended Articles of Incorporation As adopted effective December 15, 2011

The undersigned, Jennifer J. Vernon, certifies that she is the Corporate Secretary of General Casualty Company of Wisconsin, a corporation organized and existing under the laws of the State of Wisconsin and hereby certifies as follows:

- 1. The name of the corporation is General Casualty Company of Wisconsin.
- 2. The amended text in the Articles of Incorporation reads:
  - a. **Article III.** The purpose shall be the transaction of an insurance business for the purposes as provided in Chapters 610 and 611 of the Wisconsin Insurance Laws.
  - b. Article VII. The number of the Board of Directors may be fixed by Bylaws to consist of not less than three members, the exact number within such limits to be determined from time to time by the Board of Directors.
- 3. This amendment was adopted in accordance with WI. Stat. Ann. § 180.1003 by the Shareholders on December 15, 2011 and by the Board of Directors on December 15, 2011.
- 4. The text of the Articles of Incorporation is amended to read as herein set forth in full:
- Article I. The name of the corporation shall be General Casualty Company of Wisconsin.
- Article II. The period of existence shall be perpetual.
- **Article III.** The purpose shall be the transaction of an insurance business for the purposes as provided in Chapters 610 and 611 of the Wisconsin Insurance Laws.
- **Article IV.** The capital stock of the said corporation shall be Four Million Dollars (\$4,000,000), and the same shall consist of Twenty Thousand Shares (20,000), each of which shares shall be of the face value or par value of Two Hundred Dollars (\$200.00).
- **Article V.** The address of the present registered office is One General Drive, Sun Prairie, State of Wisconsin
- **Article VI.** The name of the present registered agent at such address is General Casualty Company of Wisconsin.
- **Article VII.** The number of the Board of Directors may be fixed by Bylaws to consist of not less than three members, the exact number within such limits to be determined from time to time by the Board of Directors.
- **Article VIII.** The Board of Directors may permit the Company's policyholders from time to time to participate in the profits of the Company's operations through the payment of dividends, or through such other means as may be authorized or permitted by the laws of states in which the Company does business.

The Board of Directors shall have the power to make reasonable classifications or policies and to take such other action in accord with the law, as may be necessary or desirable to carry into effect any participation by policyholders in the profits of the Company's operations which the directors may authorize. No policyholders shall have any right to participate in the profits of the Company's operation unless or until the directors of the Company in the exercise of their discretion affirmatively authorize such participation and then only to the extent so authorized.

**Article IX.** These Articles may be amended in the manner authorized by law at the time of the amendment.

**In Witness Whereof,** General Casualty Company of Wisconsin has caused its corporate seal to be hereunto affixed and this Amended Articles of Incorporation to be signed by Jennifer J. Vernon, its Corporate Secretary.

General Casualty Company of Wisconsin

Corporate Secretary