



STATE OF ILLINOIS )  
 ) SS.  
COUNTY OF COOK )

Doc# 2201315015 Fee \$88.00

KAREN A. YARBROUGH  
COOK COUNTY CLERK

DATE: 01/13/2022 11:09 AM PG: 1 OF 4

ARTICLES OF REORGANIZATION

OF

FIREMAN'S FUND INSURANCE COMPANY

TO: DAN POPISH SEVERINGHOUSE  
ACTING DIRECTOR OF INSURANCE

The undersigned, being the Senior Vice President and the Assistant Secretary of Fireman's Fund Insurance Company (the "Corporation"), for the purpose of redomesticating the Corporation from the State of California to the State of Illinois pursuant to the provisions of Article XII of the Illinois Insurance Code (215 ILCS 5/Art. XII), hereby executes the following Articles of Reorganization. The Corporation's Articles of Incorporation dated December 9, 1993, as amended, are hereby superseded and replaced in their entirety by these Articles of Reorganization as set forth below:

- (a) The name of the Corporation shall be FIREMAN'S FUND INSURANCE COMPANY.
- (b) The location of the Corporation's principal office shall be in the City of Chicago, County of Cook, State of Illinois.
- (c) The duration of the Corporation shall be perpetual.
- (d) The Corporation shall be authorized and empowered to transact all kinds of insurance and reinsurance permitted under Article I, Class 2 and Class 3 of Section 4 of the Illinois Insurance Code including the following:

- Class 2 Casualty, Fidelity and Surety
  - (a) Accident and Health
  - (b) Vehicle
  - (c) Liability
  - (d) Workers' compensation
  - (e) Burglary and Forgery
  - (f) Glass
  - (g) Fidelity ad Surety
  - (h) Miscellaneous
  - (i) Other Casualty Risks
  - (j) Contingent Loss

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- (k) Livestock and Domestic Animals
- (l) Legal Expense Insurance

## Class 3 Fire and Marine, etc.

- (a) Fire
- (b) Elements
- (c) War, Riot and Explosion
- (d) Marine and Transportation
- (e) Vehicle
- (f) Property Damage, Sprinkler Leakage and Crop
- (g) Other Fire and Marine Risks
- (h) Contingent Losses
- (i) Legal Expense Insurance

- (e) The Corporation shall be authorized and empowered to do any and all acts and things necessary, convenient or desirable to transact those kinds of insurance and reinsurance set forth in Section (d) of these Articles, including authority to engage directly in the following businesses:
- 1) rendering services related to the functions involved in the operation of its insurance business including without limitation actuarial, loss prevention, risk and safety engineering data processing accounting, claims, appraisal and collections
  - 2) any other business activity reasonably complimentary or supplementary to its insurance business, either to the extent necessary or incidental to the insurance business the Corporation is authorized to perform or to the extent approved by the Director of the Department of Insurance of the State of Illinois and subject to any limitations so prescribed.
- (f) (1) The corporate powers shall be exercised by or under the authority, and the business and affairs of the Corporation shall be managed under the direction of a Board of Directors comprised of not less than three (3) or more than twenty-one (21) natural persons who are at least 18 years of age and at least three of whom are residents and citizens of the State of Illinois. The number of directors may be more specifically fixed from time to time as prescribed in the by-laws.
- (2) Directors shall be elected each year at the annual meeting of the Corporation for a term of one year and until their successors have been elected and qualified. Vacancies caused by death, resignation, removal or term expiration shall be filled by the shareholders at a regular or special meeting of the shareholders.

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- (g) The Corporation is authorized to issue one million (1,000,000) shares of common stock, at a par value of one hundred dollars (\$15) dollar per share. The number of issued and outstanding shares of common stock as of this date is 280,000 representing a paid up capital of \$4,200,000.
- (h) The Corporation shall be bound by the terms and provisions of the Illinois Insurance Code applicable to similar domestic companies organized or incorporated thereunder.


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These Articles of Reorganization are made and executed pursuant to authority given by resolution of the Corporation's Board of Directors by a duly adopted action by written consent in lieu of a special meeting dated June 10, 2021 and by resolution of its sole shareholder by a duly adopted action by the Board of Directors dated June 10, 2021. These Articles of Reorganization are to be effective as of December 31, 2021 or such earlier date as may be designated by the Board of Directors subject to approval by the Director of Insurance, State of Illinois.

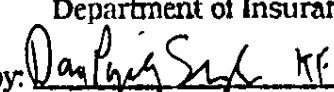
IN TESTIMONY WHEREOF, the undersigned Senior Vice President and Assistant Secretary of the Corporation have executed these Articles of Reorganization this 11th day of October 2021.

FIREMAN'S FUND INSURANCE COMPANY

By:   
Paul Michael Davis  
Senior Vice President and  
Chief Financial Officer

By:   
Raymond John Fisher  
Assistant Secretary

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Approved November 16, 2021  
to be effective December 31, 2021  
State of Illinois  
Department of Insurance  
by:  KF  
Acting Director of Insurance