

I.D.# 78703

Elizabeth K. DeLoach Dwyer

05/01/2024

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STATE OF RHODE ISLAND
ARTICLES OF AMENDMENT TO THE CHARTER
OF
THE PROVIDENCE MUTUAL FIRE INSURANCE COMPANY

Pursuant to the provisions of Sections 7-1-5 and 7-1.1-53.1 of the General Laws, 1956, as amended, the undersigned Corporation adopts the following Articles of Amendment to its Charter.

FIRST: The name of the Corporation is The Providence Mutual Fire Insurance Company.

SECOND: The directors of the Corporation on July 18, 2023, in the manner prescribed by Chapter 7-1.1 of the General Laws, 1956, as amended, considered and voted upon amendments to each and every Section of the Charter of the Corporation, so that the Charter shall read in its entirety as follows:

"SECTION I. An Act passed by the General Assembly, October, A.D. 1800 incorporating The Providence Mutual Fire Insurance Company (hereinafter referred to as the "Company"), an Act passed by the General Assembly February A.D. 1821 in relation to the Company, and Acts passed by the General Assembly January A.D. 1873, June A.D. 1878, January A.D. 1885, January A.D. 1890 and January A.D. 1955 in relation to the Company, and amended by Articles of Amendment effective July 2, 1992 and February 18, 2004, are hereby amended to read as follows:

"Section 1. The incorporators, their associates, successors, and assigns are hereby created a body politic and corporate, by the name of The Providence Mutual Fire Insurance Company, for the purpose of insuring on the mutual plan any and all risks:

- (1) of loss or damage to property of any kind, real or personal, from any cause whatsoever;
- (2) of loss or damage arising from prevention or suspension of the use and occupancy of property of any kind, real or personal, from any cause whatsoever;
- (3) of liability for any such loss or damage;
- (4) of marine character of every kind and description;
- (5) of injury, disablement or death resulting from traveling or general accident, and against disablement resulting from sickness and every insurance appertaining thereto;

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(6) of loss or damage resulting from accident to or injury of death suffered by an employee or other person and for which the person insured is liable, including the liability of an employer to pay compensation to employees and the compensation of employees under any worker's compensation law;

(7) of loss or damage to the person or property of another, including the loss of use of such property, caused by trucks, wagons, airplanes, seaplanes, automobiles, motor or other vehicles whether stationary or being operated under their own power and wheresoever the same may be, and propelled by steam, gas, gasoline, electric, mechanical or otherwise, and for which the person insured is liable;

(8) of loss or damage resulting from negligence in rendering professional and expert service and for which the insured is liable;

(9) of any other loss or damage to property or interests therein and for which the insured is liable;

(10) of loss or damage to other property, including automobiles, against all or any of the hazards of fire, explosion, wind, tornado, transportation, collision, and loss by burglary or theft or both, including all or any of the risks of lake, river, canal, inland and ocean navigation and transportation;

(11) of loss or damage to automobiles and airplanes, seaplanes, dirigibles or other aircraft and other vehicles, and against loss or damage to property caused thereby, including loss by legal liability for damage to property resulting from the maintenance and use of automobiles and airplanes, seaplanes, dirigibles or other aircraft, and other vehicles;

(12) of guaranteeing and indemnifying merchants, traders, and those engaged in business and giving credit from loss and damage by reason of giving and extending credit to their customers and those dealing with them, and to buy, hold, own and take an assignment of any and all claims, accounts and demands so guaranteed, and to hold, own and collect the same, and to enforce the collection thereof by action the same as the original holder and owner thereof might or could do; also to insure the payment of money for personal services under contract of hire;

(13) of loss by burglary, theft, larceny, forgery, vandalism or malicious mischief, the wrongful conversion, disposal or concealment of automobiles or other property held under conditional sale contract or subject to chattel mortgage or otherwise, or any one or more of such hazards; also, the insurance of jewelers and other persons engaged in the business or trade of manufacturing, buying, selling or dealing in, cutting or setting of precious stones, jewels, jewelry, gold, silver and other precious metals, whether as principals, agents, brokers, factors or otherwise, against any and all risks of loss, damage, injury, deterioration, loss of use or liability arising from or in connection with such business or trade;

(14) Of guaranteeing the fidelity of persons holding places of public or private trust; guaranteeing the performance of contracts other than insurance policies; guaranteeing the performance of insurance contracts where surety bonds are accepted by states or municipalities;

executing or guaranteeing bonds and undertakings required or permitted in all actions or proceedings or by law allowed; and indemnifying banks, bankers, brokers, financial or moneyed associations, or financial or moneyed corporation, against the loss of any bills of exchange, notes, drafts, acceptances of drafts, bonds, securities, evidences of debt, deeds, mortgages, documents, currency and money;

(15) of any and all other risks which any insurance company incorporated under the laws of this state is now or hereafter may be authorized to insure, except life or endowment insurance, and to engage in such other kind or kinds of business to the extent necessary or properly incidental to the kind or kinds of insurance which it may at any time be authorized to transact; and

(16) of reinsurance of the whole or any part of the risks of any other insurance company and effect reinsurances of the whole or any part of the risks assumed by the Company, provided that in ceding reinsurance to a mutual company, the Company shall not, unless the contract of reinsurance so provides, become thereby a member of the Company accepting such reinsurance or be entitled to any dividend or expiration return of premium or be subject to liability to assessment;

And to have all the powers and privileges and be subject to all the duties and liabilities set forth in the general laws, and of all acts in amendment thereof or in addition thereto, so far as the same may be applicable to the Company.

"Section 2. The owners of policies of insurance issued by the Company, which are not cancelled or expired, shall be the members thereof.

"Section 3. The meetings of the members of the Company (including an annual meeting of the members) shall be held at such place within or outside the State of Rhode Island, on such days, and with prior notice in such manner as may be determined by the By-laws of the Company. At meetings of members, each member shall be entitled to one vote and may vote by proxy.

"Section 4. The management of the business and affairs of the Company shall be vested in a board of directors, the number of which shall be fixed from time to time by the By-laws.

"Section 5. The Company shall have its principal place of business in the State of Rhode Island at such location as determined by the board of directors. The Company shall further maintain all of its records or duplicates of those records, in this state, unless prior approval is obtained from the Director of the Rhode Island Division of Business Regulation to maintain records elsewhere per R.I. Gen. Laws § 27-1-1.

"Section 6. The policies of insurance issued by the Company shall be non-assessable provided, however, that as a condition precedent to the issuance of non-assessable policies, the Company shall (a) maintain at all times over all liabilities including unearned premium reserves, a surplus of not less than three million dollars (\$3,000,000) and (b) maintain a deposit with the

General Treasurer of the State of Rhode Island for the benefit and protection of all its members of at least two hundred thousand dollars (\$200,000).

"Section 7. Amendments to this charter shall be made in the following manner: The board of directors shall adopt a resolution setting forth the proposed amendment and directing that it be submitted to a vote at a meeting of members, which may be either the annual or a special meeting. Notification of such meeting of members and a summary of the proposed amendment shall be given in such manner as determined by the Company's By-laws. At such meeting a vote of the members shall be taken on the proposed amendment. The proposed amendment shall be adopted upon receiving the affirmative vote of the majority of members present or represented by proxy at a meeting for which there exists a quorum. No such amendment shall be effective (a) unless approved by the Director of Business Regulation pursuant to Section 7-1-5 of the General Laws of Rhode Island (or any comparable successor provision of said General Laws) and (b) until articles of amendment are filed with the Secretary of State of Rhode Island in accordance with Section 7-1.1-57 of said General Laws (or any comparable successor provision of said General Laws).

"SECTION II. This act shall take effect from and after its passage and all acts and parts of acts inconsistent herewith are hereby repealed."

THIRD: The directors considered and unanimously approved such amendments.

FOURTH: The members of the Corporation also considered and approved such amendment at a meeting duly called and held on February 27, 2024. At such meeting, a quorum was present and acting throughout and members present in person or by proxy were entitled to cast 23 votes. The number of votes cast for the amendments was 23 and the number of votes cast against the amendments was 0.

FIFTH: The manner, if not set forth in such amendment, in which any exchange, reclassification, or cancellation of issued shares provided for in the amendment shall be effected, is as follows:

Inapplicable – No Shares.

SIXTH: The manner in which such amendment effects a change in the amount of stated capital, and the amount of stated capital as changed by such amendment are as follows:

No change.

Dated: April 16th, 2024

THE PROVIDENCE MUTUAL FIRE
INSURANCE COMPANY

By Michele D'Alton
Its President

and Thomas C. Bandy
Its Secretary



STATE OF RHODE ISLAND

Department of Business Regulation
INSURANCE DIVISION
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May 1, 2024

Donna R. Van Reysen
Locke Lord
One Financial Plaza, Suite 2800
Westminster Street
Providence, RI 02903

Re: The Providence Mutual Fire Insurance Company

Dear Ms. Van Reysen:

Enclosed is a certified copy of The Providence Mutual Fire Insurance Company's approved Articles of Amendment to the Charter dated April 16, 2024.

If you need anything further, please do not hesitate to contact me.

Sincerely,

Theodore J. Hurley, CPA, CFE
Chief Insurance Examiner



State of Rhode Island
Department of State | Office of the Secretary of State
Gregg M. Amore, *Secretary of State*

I, GREGG M. AMORE, Secretary of State of the State of Rhode Island,
hereby certify that this document, duly executed in accordance with the provisions
of Title 7 of the General Laws of Rhode Island, as amended, has been filed in this
office on this day:

May 02, 2024 01:01 PM

A handwritten signature in black ink that reads "Gregg M. Amore".

Gregg M. Amore
Secretary of State

