



Rules of
Department of Insurance
Division 200—Financial Examination
Chapter 5—Articles and Bylaws of Domestic Insurers

Title	Page
20 CSR 200-5.010 Amendment and Restatement of Articles	3

**Title 20—DEPARTMENT OF
INSURANCE**

**Division 200—Financial Examination
Chapter 5—Articles and Bylaws
of Domestic Insurers**

*10, 1991. Amended: Filed April 23, 1999,
effective Nov. 30, 1999.*

**Original authority: 375.045.1(2), RSMo 1967, amended
1993, 1995.*

**20 CSR 200-5.010 Amendment and
Restatement of Articles**

*PURPOSE: This rule prescribes forms and
procedures to be followed in amending and
restating articles of incorporation or associa-
tion of insurance companies organized or
incorporated under the laws of Missouri, pur-
suant to sections 375.201–375.226, RSMo.*

(1) Forms.

(A) FORM5.DOC shall be the form used
by any insurance company organized or
incorporated under the laws of this state to
amend its articles of incorporation or associa-
tion, if that company is subject to sections
375.201–375.221, RSMo.

(B) FORM7.DOC shall be the form used
by any insurance company organized or
incorporated under the laws of this state to
restate its articles of incorporation or associa-
tion, if that company is subject to section
375.226, RSMo.

(C) Any insurance company organized or
incorporated under the laws of this state and
subject to sections 375.201–375.226, RSMo
which amends and restates its articles of
incorporation or association shall first amend
its articles using FORM5.DOC and then
restate its articles as amended using
FORM7.DOC.

(D) Copies of FORM5.DOC and
FORM7.DOC may be obtained from the
Admissions Specialist, Financial Examina-
tion Section. Copies may be freely duplicat-
ed. Appendices 1 and 2, as they appear in
this rule, are representative of FORM5.DOC
and FORM7.DOC, respectively, but are not
in a form suitable for filing.

(2) Procedures.

(A) The procedure for amending the arti-
cles of incorporation or association of an
insurance company organized or incorporated
under the laws of this state is stated in sec-
tions 375.201–375.221, RSMo.

(B) The procedure for restating the articles
of incorporation or association of an insur-
ance company organized or incorporated
under the laws of this state is stated in section
375.226, RSMo.

*AUTHORITY: section 374.045.1(2), RSMo
Supp. 1998.* This rule was previously filed
as 4 CSR 190-II.330. Original rule filed
Sept. 18, 1990, effective Feb. 14, 1991.
Amended: Filed Jan. 8, 1991, effective June*



APPENDIX 1
Certificate of Amendment of Articles
(to be executed in triplicate)

We, the undersigned president or vice-president and secretary or assistant secretary on our oaths swear and certify to the truth of the following statements.

(1) Name of the Insurance Company: _____

If the Name of the Insurance Company Changed as a Result of this Amendment, the Name of the Insurance Company Immediately Before this Amendment was: _____

(2) The Date of the Adoption of the Amendment by the Shareholders, Members or Other Group of Persons Entitled to Vote on the Amendment: _____

(3) The Amendment Adopted (attach additional pages if necessary): _____

Multiple horizontal lines for writing the amendment text.

(4) The Number of Share Members or Other Group of Persons Entitled to Vote or, if a Mutual, the Number of the Members Present Either in Person or by Proxy Entitled to Vote: _____

(5) The Number of Shares, Members or Other Group of Persons that Voted for and Against said Amendment Respectively: For: _____ Against _____

(6) If the Amendment Effects a Change in the Number of Par Value of Authorized Shares, Then a Statement Showing the Number of Shares and Par Value Thereof Previously Authorized: _____

Place Corporate Seal Here
(If no corporate seal, state (none".)

(President or Vice President)

(Secretary or Assistant Secretary)

State of _____

County of _____

SS

Subscribed and sworn to before me this _____ day of _____, _____

NOTARY PUBLIC

NOTARIAL SEAL

My commission expires _____



Certificate of Amendment of the Director of Insurance
(This certificate may be filled out only by the Director of Insurance)

I certify that I have examined the above Certificate of Amendment of Articles as executed by the insurance company and find that it conforms to law, that the proceedings were regular, that the condition and the assets of the company justify the amendment, and that the same will not be prejudicial to the interests of the policyholders, all as provided by law.

So Certified, Signed, and Official Seal Affixed on this date: _____

Director of Insurance
State of Missouri

FORM5.DOC



APPENDIX 2
Certificate of Restated Articles
(to be executed in triplicate)

We, the undersigned president or vice-president and secretary or assistant secretary on our oaths swear and certify to the truth of the following statements.

- (1) Name of the Insurance Company:
(2) The Date of the Restatement of Articles by the Shareholders, Members or Other Group of Persons Entitled to Vote on the Restatement:
(3) The Restated Articles Adopted are Attached to this Certificate.
(4) The Number of Shares, Members or Other Group of Persons Entitled to Vote or, if a Mutual, the Number of the Members Present Either in Person or by Proxy Entitled to Vote:
(5) The Number of Shares, Members or Other Group of Persons that Voted for and Against said Restatement Respectively: For Against:

PLACE CORPORATE SEAL HERE
(If no corporate seal, state "none".)

(President or Vice President)

(Secretary or Assistant Secretary)

State of

ss

County of

Subscribed and sworn to before me this day of ,

NOTARY PUBLIC

My commission expires:

NOTARIAL SEAL

Certificate of Amendment of the Director of Insurance
(This certificate may be filled out only by the Director of Insurance)

I certify that I have examined the above Certificate of Restated Articles as executed by the insurance company and find that it conforms to law, that the proceedings were regular, that the condition and the assets of the company justify the restatement, and that the same will not be prejudicial to the interests of the policyholders, all as provided by law.

So Certified, Signed and Official Seal Affixed on this date:

Director of Insurance
State of Missouri