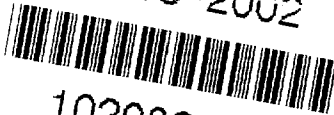


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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

ET U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): Commercial Union Insurance Company
Individual(s) Association
General Partnership Limited Partnership
Corporation-State
Other
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: One Beacon America Insurance Internal Company
Address:
Street Address: One Beacon Street
City: Boston State: MA Zip: 02108
Individual(s) citizenship
Association
General Partnership
Limited Partnership
Corporation-State Massachusetts
Other
If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
Assignment Merger
Security Agreement Change of Name
Other
Execution Date: August 9, 2001

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
B. Trademark Registration No.(s)
Additional number(s) attached Yes No

1996787

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Meredith K. Mangan
Internal Address: One Beacon Insurance
Street Address: One Beacon Street
City: Boston State: MA Zip: 02108

6. Total number of applications and registrations involved: 10
7. Total fee (37 CFR 3.41) \$ 265.00
Enclosed
Authorized to be charged to deposit account
8. Deposit account number:
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature. To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.
Meredith K. Mangan Signature
Date: 4/26/02

Total number of pages including cover sheet, attachments, and document: 6

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

05/13/2002 DBYRNE 00000015 1996787
01 FC:481
02 FC:482
40.00 OP
225.00 OP

TRADEMARK REEL: 002503 FRAME: 0471

#4 APPLICATION NUMBERS OR REGISTRATION NUMBERS

A. TRADEMARK APPLICATION NO'S

B. TRADEMARK REGISTRATION NO'S

1. 1996787
2. 2174834
3. 1783633
4. 1230265
5. 2341168
6. 2532488
7. 1708642
8. 2465796
9. 2465795
10. 1732179



William Francis Galvin
Secretary of the
Commonwealth

The Commonwealth of Massachusetts

Secretary of the Commonwealth

State House, Boston, Massachusetts 02133

September 10, 2001

TO WHOM IT MAY CONCERN:

I hereby certify that

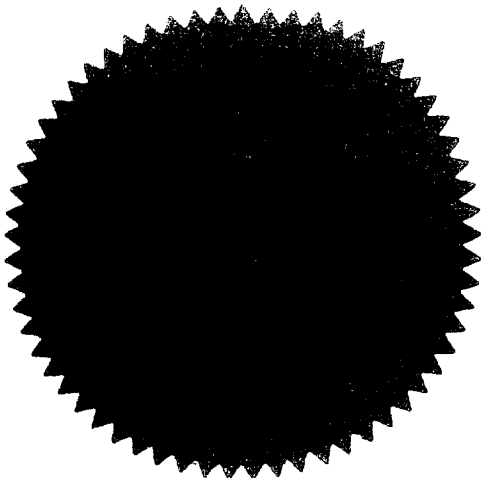
COMMERCIAL UNION INSURANCE COMPANY

appears by the records of this office to have been incorporated under the General Laws of this Commonwealth on **March 10, 1971**.

I also certify that by Articles of Amendment filed here **August 31, 2001**, the name of said corporation was changed to

ONEBEACON AMERICA INSURANCE COMPANY

I also certify that so far as appears of record here, said corporation still has legal existence.



In testimony of which,
I have hereunto affixed the
Great Seal of the Commonwealth
on the date first above written.

William Francis Galvin

Secretary of the Commonwealth

* MGL Chapter 156B Section 83A provides that certain consolidations and mergers may be filed with the division within thirty days after the effective date of the merger or consolidation.

TRADEMARK

REEL: 002503 FRAME: 0473



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FEDERAL IDENTIFICATION NO. 04-2475442

The Commonwealth of Massachusetts

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

021
022

ARTICLES OF AMENDMENT 01236588 (General Laws, Chapter 156B, Section 72) (and Chapter 175, Section 50B)

We, Raymond Barrette, *President / *Vice President,
and Dennis R. Smith, Secretary, *Clerk / *Assistant Clerk,
and a Majority of the Directors
of Commercial Union Insurance Company
(Exact name of corporation)
located at One Beacon Street, Boston, Massachusetts 02108
(Street address of corporation in Massachusetts)

certify that these Articles of Amendment affecting articles numbered:

Articles 1 (Name) and 2 (Purposes)

(Number those articles 1, 2, 3, 4, 5 and/or 6 being amended)

of the Articles of Organization were duly adopted at a meeting held on August 9, 19 2001, by vote of:

60,000 shares of Common Stock of 60,000 shares outstanding,
(type, class & series, if any)
 shares of of shares outstanding, and
(type, class & series, if any)
 shares of of shares outstanding,
(type, class & series, if any)

~~being at least a majority of each type, class or series outstanding and entitled to vote thereon~~ / or ^{2**}being at least two-thirds of each type, class or series outstanding and entitled to vote thereon and of each type, class or series of stock whose rights are adversely affected thereby:

1. The name of the corporation is:
OneBeacon America Insurance Company

*Delete the inapplicable words. **Delete the inapplicable clause.
¹ For amendments adopted pursuant to Chapter 156B, Section 70.
² For amendments adopted pursuant to Chapter 156B, Section 71.
Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on one side only of separate 8 1/2 x 11 sheets of paper with a left margin of at least 1 inch. Additions to more than one article may be made on a single sheet so long as each article requiring each addition is clearly indicated.

Examiner

SKL
JS

Name Approved

Approved August 29, 2001

Michael J. D'Amico
Commissioner of Insurance

C
P
M
R.A.

4

P.C.

To *change* the number of shares and the par value (if any) of any type, class or series of stock which the corporation is authorized to issue, fill in the following:

The total *presently* authorized is:

| WITHOUT PAR VALUE STOCKS | | WITH PAR VALUE STOCKS | | |
|--------------------------|------------------|-----------------------|------------------|-----------|
| TYPE | NUMBER OF SHARES | TYPE | NUMBER OF SHARES | PAR VALUE |
| Common: | | Common: | | |
| | | | | |
| Preferred: | | Preferred: | | |
| | | | | |

Change the total authorized to:

| WITHOUT PAR VALUE STOCKS | | WITH PAR VALUE STOCKS | | |
|--------------------------|------------------|-----------------------|------------------|-----------|
| TYPE | NUMBER OF SHARES | TYPE | NUMBER OF SHARES | PAR VALUE |
| Common: | | Common: | | |
| | | | | |
| Preferred: | | Preferred: | | |
| | | | | |

2. The purpose of the corporation is to engage in the following business activities:

The Corporation is constituted for the purposes of transacting on the stock plan, when qualified and licensed by law to do so, the business of making contracts of insurance and indemnity and reinsuring and accepting reinsurance of any portion thereof and transacting the business of insurance and indemnity for the kinds of insurance and indemnity now or hereafter described in or permitted by Sections 47, 54B, 54C, 54D, 54E and 54F of Chapter 175 of the General Laws of the Commonwealth of Massachusetts, and any acts in amendment thereof or in addition thereto, and any and all other business of insurance permitted now or hereafter to be transacted by insurance corporations organized or authorized to transact any of the kinds of insurance now or hereafter described in or permitted by said Sections 47, 54B, 54C, 54D, 54E and 54F and including any form of insurance which may be permitted by paragraph (g) of Section 51 of said Chapter 175, and any acts in amendment thereof or in addition thereto under the laws of the Commonwealth of Massachusetts.

The board of directors may permit the issuance of participating policies, and may permit the policyholders of the Corporation from time to time to participate in the profits of its operations through the payment of dividends. The board of directors shall have the power to make reasonable classification or classifications of policies and to take such other action, in accordance with law, as may be necessary or desirable to carry into effect any participation by policyholders in the profits of the operations of the Corporation. No policyholder shall have any right to participate in the profits of the operations of the Corporation unless and until the directors of the Corporation, in the exercise of their discretion, affirmatively authorize such participation, and then only to the extent so authorized.

The Corporation may be a limited partner in any business enterprise which the Corporation would have the power to conduct by itself under Sections 47 and 47A of Chapter 175 of the General Laws or Amendments thereof.

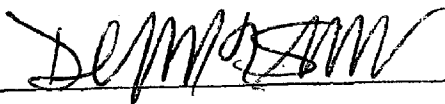
The foregoing amendment(s) will become effective when these Articles of Amendment are filed in accordance with General Laws, Chapter 156B, Section 6 unless these articles specify, in accordance with the vote adopting the amendment, a later effective date not more than *thirty days* after such filing, in which event the amendment will become effective on such later date.

Later effective date: _____

SIGNED UNDER THE PENALTIES OF PERJURY, this 9th day of August, 19 2001
Majority of the Directors:

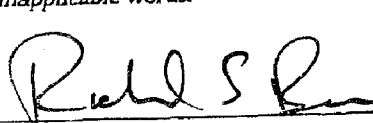


~~*President / Vice President,~~
and Director

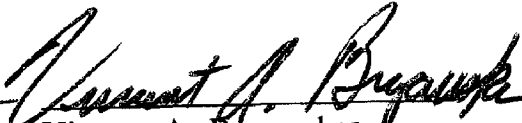


~~*Clerk / Assistant Clerk,~~
Secretary


**Delete the inapplicable words.*



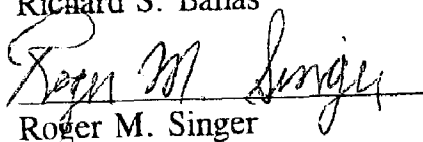
Richard S. Banas



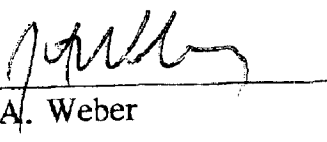
Vincent A. Brazauskas



Larry A. Haefner



Roger M. Singer



John A. Weber