

Instructions

Both regulators and the Applicant Company should note that the Applicant Company might deem confidential any communications with insurance regulatory agencies in conjunction with the Corporate Amendment Application concerning proprietary information about the Applicant Company. States may only share information determined to be confidential with other persons as authorized by law. By law, the state will not disclose to the public any information determined to be proprietary and trade secret. Each Applicant Company needs to expressly identify all information in the application and in any subsequent correspondence that the Applicant Company considers proprietary or trade secret.

The [UCAA homepage](#) contains the requirements and filing process for the Corporate Amendment Application.

If the state denies the application, the Applicant Company will be notified with a detailed explanation for the denial. After the denial, if the Applicant Company wishes to re-file a Corporate Amendment Application, the state will require a new application and filing fee

II How to File

Refer to the [State Specific Information](#). Some states provide their preference for how the applications should be submitted. ~~The following provides instructions for filing hard copy and electronic filings:~~

Hard Copy

To facilitate the prompt review of the Corporate Amendment Application, please ensure that the

Tab each coversheet on the right hand side of the page with a number corresponding to the document's item number in the Corporate Amendment Application Checklist.

If a particular item is not included with the coversheet, attach a written explanation stating the reason the item has not been included to the coversheet. Below are examples of why the Applicant Company may not attach a particular item to the coversheet:

- "Item not applicable to this application for the following reason... (state reason)"

Corporate Amendment Application the Applicant Company should review a listing of requirements for the application state located under [State Specific Requirements](#) on the UCAA website

III. Electronic Submission

To initiate an electronic filing the Applicant Company must first obtain a User ID and password. The individual completing the application on behalf of the Applicant Company must obtain approval from either the Corporate Secretary or General Counsel of the Applicant Company.

A User Guide is provided as a step by step guide for utilizing the electronic application.

The UCAA Corporate Amendment Application has ~~two~~ ^{two} authorized filing types (sections) designed to

If the Articles of Incorporation most recently filed in the application state have not changed because of this application, do not file the Articles of Incorporation. Simply state that the current Articles of Incorporation are already on file in the application state.

Bylaws

The Applicant Company should have previously filed the most current version of their bylaws.

If the bylaws have changed because of this application, file the amended bylaws.

If the bylaws most recently filed in the application state have not changed because of this application, do not file the bylaws. Simply state that the current bylaws are already on file in the application state.

business type as the financial statement blank filed with the NAIC. For the lines requested, provide

Some jurisdictions may have additional requirements that the Applicant Company must meet before the state can amend a Certificate of Authority. Before completing a UCAA Corporate Amendment Application, the Applicant Company should review the listing of requirements on the [State Specific requirements](#) for the state to which the Applicant Company is applying.

II. Deleting Lines of Business Filing Requirements

Complete the Deleting Lines of Business Questionnaire documenting the following

a. Utilizing the information contained in [Form 3](#)

Name Approval

Each state has different guidelines and procedures for name approval. The [Name Approval Requirements](#) chart is intended to serve as a guide for the various name approval requirements of each Uniform State. The Applicant Company should check with each state separately to ensure compliance with all applicable name approval requirements. Where applicable, submit evidence of the name approval request.

The Applicant Company must notify the NAIC once the domiciliary state approves the name change prior to preparation of the electronic application. Email approval to jheinz@naic.org

IV. Redomestication of a Foreign Insurer Filing Requirements

Corporate Amendments Application Section IV Filing Requirements (Redomestication of a Foreign Insurer)

This section provides a guide to understanding the focus of each document of the Corporate Amendment Application. However, documents typically serve multiple purposes. Therefore, it is important that applications be complete.

All documents submitted in support of the application must be current. However, in certain instances, some states have limited latitude to accept older documents. Please review the instructions, charts and FAQs prior to [contacting the states individually](#) if there are questions about a specific document.

All forms required for the Corporate Amendment Application are provided in the electronic portal.

Table of Contents/ Filing Requirements

- 1. General Information and Attachments**
- 2. Filing Fee**
- 3. Articles of Incorporation**
- 4. Bylaws**
- 5. Statutory Deposit Requirements**
- 6. Service of Process**
- 7. State of Domicile Approval (Foreign Insurers Only)**
- 8. State Specific Information**

Application Form and Attachments

A cover letter may be included. The Checklist is automatically created in the electronic application.

Filing Fee

Include a filing fee for each application state. The payee name and the instructions for submitting the filing fee are included in the [Filing Fees - Corporate Amendments](#) chart. Submit a copy of the Applicant Company's check. For electronic filings, checks will need to be mailed directly to the application state. Include a copy of the completed Checklist for reference to the electronic application tracking number. Please note that due to [retaliatory statutes](#), the ultimate amount of fees in any state may be more than the amount indicated in the chart.

Articles of Incorporation

Indicate the location of the language within the Articles of Incorporation that reflects the redomestication (e.g., page number, section number, etc., of the Articles of Incorporation). In addition

Bylaws

Applicant Company and individuals with a ten percent (10%), or more, beneficial ownership in the Applicant Company or the Applicant Company's ultimate controlling person (Affiliate), if the

G The Background Reports are subject to the Fair Credit Reporting Act ("FCRA"). Pursuant to FCRA, the state departments of insurance and an Applicant Company who is seeking admission are "users" of consumer reports. The FCRA requires that the Applicant Company provide the Applicant with a copy of the "Summary of Your Rights Under the Fair Credit Reporting Act." The Applicant Company should provide a copy of the "Summary of Your Rights under the Fair Credit Reporting Act" to each Applicant. This summary can be found at the Federal Trade Commission (FTC) [website](#). Background Reports are valid for six months from the signature date of the biographical affidavit. Any alteration to the original biographical affidavit or updated signature will require a newly prepared background report.

H The Applicant Company and state departments of insurance are required to comply with FCRA, especially as it relates to confidentiality of the information contained in such consumer reports. To the extent required by law, the states and Third Party Vendors should maintain the Background Reports procured under the Disclosure & Authorization Form as confidential. A copy of FCRA is located [here](#).

I The department of insurance in the state where the Applicant Company files, or intends to file and the Applicant Company may require the Background Report. An Applicant, who desires a copy of their Background Report, may request a copy from the Applicant Company or the CRA as indicated on the Disclosure & Authorization Form. Refer to the Disclosure & Authorization Form for further information.

J For those states that require additional background information, such as fingerprints, in place of or in addition to, NAIC Biographical Affidavits, please refer to the appropriate charts for [fingerprints](#) and [processing fees](#) information.

The list of currently approved [Independent Third Party Vendors for Background Reports](#) is located on the UCAA home page.

NAIC Biographical Affidavits must be completed on the most current form, in effect at the time the affidavit was signed and the Applicant shall not sign the Affidavits more than six months before the date the Applicant Company files the application. Each question on the biographical affidavit must have a response. If an answer is "None", then so state. Incomplete biographical a

[Form11b- Biographical Affidavit Addendum- Licenses](#)

[Form11b- Biographical Affidavit Addendum- Professional Societies](#)

[Form11b- Biographical Affidavit Addendum- General](#)

[Form11b- Biographical Affidavit Addendum- Blank](#)

Uniform Consent to Service of Process

Interregnum

If the business plan of the Applicant Company will change as a result of the change of control transaction, a plan of operation must be submitted; otherwise, a statement that the business plan will not change will suffice. The plan of operation is made up

G. The Background Reports are subject to the Fair Credit Reporting Act ("FCRA"). Pursuant to FCRA, the state departments of insurance and an Applicant Company who is seeking admission are "users" of consumer reports. The FCRA requires that the Applicant Company provide the Applicant with a copy of the "Summary of Your Rights Under the Fair Credit Reporting Act." The Applicant Company should provide a copy of the "Summary of Your Rights under the Fair Credit Reporting Act" to each Applicant. This summary can be found at the Federal Trade Commission (FTC) [website](#). Background Reports are valid for six months from the signature date of the affidavit. Any alteration to the original biographical affidavit or updated signature will require a newly prepared background report.

~~Form 11b- Biographical Affidavit Addendum- Licenses~~

~~Form 11b- Biographical Affidavit Addendum- Professional Societies~~

Some jurisdictions may have additional requirements that the Applicant Company must meet before the state can cancel a Certificate of Authority. Before completing a UCAA Corporate Amendment Application, the Applicant Company should review the listing of [State Specific Requirements](#) for the application state.

Corporate Amendments Application Section XI Filing Requirements (Change of Company Structure)

Table of Contents/ Filing Requirements

1. [Application Form and Attachments](#)
2. [Filing Fee](#)
3. [Articles of Incorporation](#)
4. [Bylaws](#)
5. [State Specific Information](#)

1. Application Form and Attachments

A cover letter may be included with the Applicant Company's original Certificate of Authority or an Affidavit of Lost Certificate of Authority ([Form 15](#)).

The Applicant Company should have previously filed the most current version of their bylaws.

If the bylaws have changed because of this application, file the amended bylaws.

If the bylaws most recently filed in the application state have not changed because of this application, do not file the bylaws. Simply state that the current bylaws are already on file in the application state.

5 Jurisdiction Requirements

Some jurisdictions may have [State Specific Requirements](#) that the Applicant Company must meet before the state can amend a Certificate of Authority. Before completing a UCAA Corporate Amendment Application, the Applicant Company should review a listing of requirements for their domiciliary state. Complete the optional Form 14, if contact address information has changed because of this application.

Filing Requirements (Uniform Consent to Service of Process)

This section provides a guide to understanding the focus of a stand-alone Uniform Consent to Service of Process Application. It is important that the application be complete.

Please [contact the states individually](#) if there are questions about a specific document that is not noted under the state specific instructions on the UCAA website.

The required form for the stand-alone Uniform Consent to Service of Process Application is located under the Corporate Amendment Application tab in the UCAA Forms Section on the UCAA website. The Form is in Word or Adobe PDF file format. The electronic stand-alone application is located under the [Electronic Application](#) link on the UCAA website and requires a user ID and password to access.

Please read the following Instructions before proceeding in completing Corporate Amendment Application Section XII.

Instructions

The Applicant Company can complete the Uniform Consent to Service of Process Application as a stand-alone filing or in conjunction with any other Corporate Amendment Application (or via the electronic application) where a service of process form is required to notify regulatory officials of service of process changes to the Applicant Company.

Table of Contents / Filing Application Process (Table of Contents)

The submission state(s) should acknowledge receipt of the filing and accept it for completeness. After the review process, the amendment should either be accepted or closed. A notification email of the final status of the filing is automatically sent once a determination is made.

Company Login

An insurance company may access the UCAA Electronic Corporate Amendments Application by using the following Internet address:

<https://content.naic.org/industry/ucaa>

From the NAIC home page, the link is located at the bottom of the Web page, under Resources and Industry. Clicking the UCAA link will take the user to the UCAA home page. Useful UCAA-related links are available from this Web page. The links include:

- Electronic application links to login and user role information

- “What’s New” lists the latest updates to the forms and instructions.

- Application instructions for the primary expansion and corporate amendments applications.

- Third party vendors that prepare and submit the background reports to the states.

- Frequently asked questions (FAQ) for all applications and biographical affidavits.

- UCAA definitions.

Click on the Electronic Application link to access the industry login page.

Corporate Amendments Application Section XIII

Reinstatement Application

General Information and Attachments

The application must identify all lines of insurance (Form 3) the Applicant Company is currently licensed to write in the state requesting authority to operate in. The Applicant Company must identify the lines of business requested in the application. A

Line of Business Matrix





examinations completed by any state, including market conduct examinations, and include a description of each examination. Refer to the [Reports of Examination Requirements](#) chart for the state's exam "as of" date.

Statutory Memberships

In some states, the Applicant Company is required to join one or more rating guaranty or other organizations before transacting insurance. Generally, the authorized lines of insurance the Applicant Company can transact govern statutory mandated memberships. Please be sure to check with each application state to inquire about any statutory memberships required before

