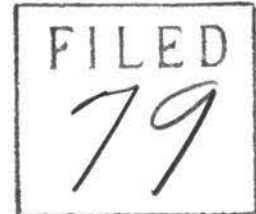


INSURANCE: Approval of papers as to form and sufficiency submitted in connection with change of Articles of Incorporation of American Automobile Insurance Company.

February 7, 1944



Honorable Edward L. Scheufler
Superintendent
Insurance Department
Jefferson City, Missouri

Attention: Mr. Preston Estep, Counsel.

Dear Sir:

We have for attention your letter of January 28th, in which you request the opinion of this department as to the sufficiency and form of the amendment to the Articles of Incorporation of the American Automobile Insurance Company, St. Louis, Missouri, the amendment reading as follows:

"BE IT RESOLVED that Article Three of the Charter of American Automobile Insurance Company be amended by inserting a new paragraph between the last and next to the last paragraphs of said Article Three, as follows:

"To provide in any policies of insurance issued by it that the holders of such policies may from time to time participate in such dividends as may be declared by the Board of Directors out of the distributable net earnings of the Company.

"BE IT FURTHER RESOLVED that the officers and directors of the Company be authorized and directed to take all such steps, execute and file all such papers and pay all fees as may be deemed advisable in order to make such amendment effective."

We have examined the papers submitted in connection therewith, and are of the opinion that they are in proper

Hon. Edward L. Scheufler

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Feb. 7, 1944

form and are not in violation of the Constitution and
Laws of the State of Missouri, or of the United States.

Respectfully submitted,

COVELL R. HEWITT
Assistant Attorney-General

APPROVED:

ROY MCKITTRICK
Attorney-General

CRH:CF