



THE UNITED STATES
CORPORATION
COMPANY

F00000003988

ACCOUNT NO. : 072100000032

REFERENCE : 763866 7206851

AUTHORIZATION

Patricia Pzyut

COST LIMIT : \$ 70.00

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
00 JUL 17 PM 5:27

ORDER DATE : July 14, 2000

ORDER TIME : 11:30 AM

ORDER NO. : 763866-030

CUSTOMER NO: 7206851

100003325311--2

CUSTOMER: Ms. Kathy Angione
Ncci, Inc.
750 Park Of Commerce Blvd.
Drive
Boca Raton, FL 33487

FOREIGN FILINGS

NAME: NCCI HOLDINGS, INC.

6

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX _____ PLAIN STAMPED COPY

CONTACT PERSON: Ellyn Herndon

Ellyn Herndon
7/17

RECEIVED
00 JUL 17 PM 2:23
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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DIVISION OF CORPORATIONS
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IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. NCCI HOLDINGS, INC.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware 3. 522225042
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. March 13, 2000 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 750 Park of Commerce Drive
Boca Raton, Fl 33487
(Current mailing address)
See Attached Rider 1

8. _____
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)
Name: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida, 32301
(Zip code)

10. Registered agent's acceptance:
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.
By: Laura R. Dunlap
Corporation Service Company
(Registered agent's signature)
Laura R. Dunlap
as its agent

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box **NOT** acceptable)

STATE OF NEW YORK
DIVISION OF CORPORATIONS
00 JUL 17 PM 5:27

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Terrence D. Delehanty, Secretary

(Typed or printed name and capacity of person signing application)

OFFICERS 1

NCCI HOLDINGS, INC.

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List of Officers

Name: Terrence D. Delehanty Title: Chief Legal Officer/Secretary
Bus. Addr.: 750 Park of Commerce Drive, Boca Raton, FL 33487

Name: Alfredo A. Guerra Title: CFO/Treasurer
Bus. Addr.: 750 Park of Commerce Drive, Boca Raton, FL 33487

Name: David W. Schrepf Title: President
Bus. Addr.: 750 Park of Commerce Drive, Boca Raton, FL 33487

RIDER 1

FL – Application by Foreign Corporation for Authorization

NCCI HOLDINGS, INC.

To engage in any act or activity for which corporations organized without authority to issue capital stock may under the General Corporation Law.

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State of Delaware
Office of the Secretary of State

PAGE 1

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUL 17 PM 5:27

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NCCI HOLDINGS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FOURTEENTH DAY OF JULY, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



Edward J. Freel

Edward J. Freel, Secretary of State

3193359 8300

001356700

AUTHENTICATION: 0558598

DATE: 07-14-00