

Law Office

HOLLAND & KNIGHT LLP

50 North Laura Street, Suite 3900
P.O. Box 52687 (ZIP 32201-2687)
Jacksonville, Florida 32202

904-353-2000
FAX 904-358-1872
www.hklaw.com

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November 1, 2000

SUSAN M. BONTESKI, LEGAL ASSISTANT
904-798-5489
Internet Address:
sbontesk@hklaw.com

Secretary of State of Florida
Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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*****70.00 *****70.00

Re: **National Council on Compensation Insurance, Inc.**

Dear Secretary of State:

Enclosed for filing with the Florida Secretary of State is an original Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida along with a completed Florida Transmittal Letter form on behalf of National Council on Compensation Insurance, Inc. Also enclosed is an original Certificate of Good Standing and our firm check in the amount of \$70.00 for the filing fee.

Please return a file stamped copy of the Application to our office in the envelope provided. Please call my office at (904) 798-5489 with any questions regarding this filing.

Thank you for your assistance.

Sincerely,
HOLLAND & KNIGHT LLP

Susan M. Bonteski 12/26
Susan M. Bonteski
Legal Assistant

:smb
Enclosures
Cc w/o encls.: Kathleen E. Angione, Esq.
Donald W. Wallis, Esq.
Tammy D. Butler, Esq.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: National Council on Compensation Insurance, Inc.
(Name of Corporation -- must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida", "Certificate of Existence", and check are submitted to register the above referenced not for profit corporation to conduct its affairs in Florida.

Please return all correspondence concerning this matter to the following:

Tammy D. Butler, Esquire
(Name of Person)

Holland & Knight LLP
(Firm/Company)

50 North Laura Street, Suite 3900
(Address)

Jacksonville, Florida 32202
(City/State and Zip Code)

For further information concerning this matter, please call:

Tammy D. Butler, Esquire at (904) 798-7337
(Name of Person) (Area Code & Daytime Telephone Number)

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SECRETARY OF STATE
TALLHASSEE, FLORIDA

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STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA

IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:

- 1. National Council on Compensation Insurance, Inc.
(Name of corporation: must include the word "INCORPORATED" or "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. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)
- 2. Delaware (State or country under the law of which it is incorporated)
- 3. 65-043698 (FEI number, if applicable)
- 4. March 22, 2000 (Date of Incorporation)
- 5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")
- 6. Upon Qualification
(Date corporation first conducted Affairs in Florida - See sections 617.1501, 617.1502, and 817.155, F.S.)
- 7. 1013 Centre Road, Wilmington, Delaware 19805-1297
(Principal office address)
750 Park of Commerce Drive, Boca Raton, FL 33487
(Current mailing address)
- 8. Provide services to the workers compensation industry.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: CT Corporation System

Office Address: c/o CT Corporation System
1200 S. Pine Island Road
Plantation, Florida 33324
(City) (Zip Code)

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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.

Barbara A Burke
 (Registered agent's signature)

BARBARA A. BURKE
 SPECIAL ASSISTANT SECRETARY

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:

A. DIRECTORS

Chairman: See attached list.

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached list.

Address: _____

Vice President: _____

Address: _____

Secretary: _____

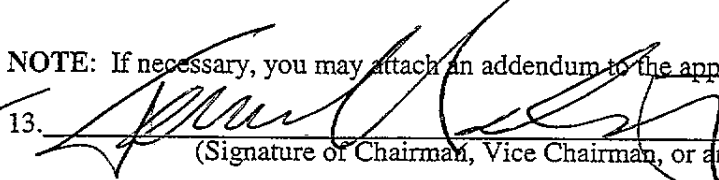
Address: _____

Treasurer: _____

Address: _____

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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, General Counsel and Secretary
(Typed or printed name and capacity of person signing application)

NATIONAL COUNCIL ON COMPENSATION INSURANCE, INC.
List of Officers and Business Addresses

1. D.W. Schrempf
President and CEO
National Council on Compensation Insurance, Inc.
750 Park of Commerce Drive
Boca Raton, FL 33487
Telephone: 561-997-4373

2. Phyllis Lodico
General Manager, President of Risk Services
National Council on Compensation Insurance, Inc.
750 Park of Commerce Drive
Boca Raton, FL 33487
Telephone: 561-997-4373

3. Helen Westervelt
President Regulatory Services Division
National Council on Compensation Insurance, Inc.
5 Marine View Plaza
Hoboken, NJ 07030
Telephone: 561-997-4373

4. James DeCesari
General Manager, Data Resources
National Council on Compensation Insurance, Inc.
750 Park of Commerce Drive
Boca Raton, FL 33487
Telephone: 561-997-4373

5. Terrence D. Delehanty
General Counsel and Chief Legal Officer
National Council on Compensation Insurance, Inc.
750 Park of Commerce Drive
Boca Raton, FL 33487
Telephone: 561-997-4373

6. Alfredo Guerra
Chief Financial Officer
National Council on Compensation Insurance, Inc.
750 Park of Commerce Drive
Boca Raton, FL 33487
Telephone: 561-997-4373

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TALLAHASSEE, FLORIDA

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NATIONAL COUNCIL ON COMPENSATION INSURANCE, INC.
List of Officers and Business Addresses

7. Michael S. O'Rourke
Chief Information Officer
National Council on Compensation Insurance, Inc.
750 Park of Commerce Drive
Boca Raton, FL 33487
Telephone: 561-997-4373

8. Therese Swanberg
Chief Human Resources Officer
National Council on Compensation Insurance, Inc.
750 Park of Commerce Drive
Boca Raton, FL 33487
Telephone: 561-997-4373

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**NATIONAL COUNCIL ON COMPENSATION INSURANCE
BOARD OF DIRECTORS
April 2000- April 2001**

<p>Judith A. Blades President Business Insurance Hartford Commercial Hartford Plaza - HO-3-19 Hartford, CT 06115</p> <p>(860) 547-4821 - tel (860) 547-4886 - fax</p>	<p>Vincent T. Donnelly (Board Chairman) President & Chief Operating Officer The PMA Group 380 Sentry Parkway Blue Bell, PA 19422</p> <p>(610) 397-5127 - tel (610) 397-5334 - fax</p>
<p>Joseph A. Edwards 1015 Main Street Readfield, ME 04355</p> <p>(207) 685-3756 - tel (207) 685-9830 - fax</p>	<p>Roxani M. Gillespie Partner Barger & Wolen 650 California Street, Ninth Floor San Francisco, CA 94108</p> <p>(415) 743-3701 - tel (415) 434-2533 - fax</p>
<p>Gary R. Gregg Executive Vice President Liberty Mutual Insurance Company 175 Berkeley Street Boston, MA 02117</p> <p>(617) 574-5988 - tel (617) 482-4761 - fax</p>	<p>Raymond W. Jacobsen COO - Middle Market Commercial Insurance Royal & Sun Alliance 9300 Arrowpoint Blvd. Mail Stop 2307 Charlotte, NC 28273</p> <p>(704) 522-2468 - tel (704) 522-3315 - fax</p>
<p>John G. Pasqualetto President Kemper Employers Group Kemper Insurance Companies 2101 4th Avenue, Suite 1700 Seattle, WA 98121</p> <p>(847) 320-5245 - tel (847) 320-5555 - fax</p>	<p>Gary J. Pon President and General Manager Pinnacle Assurance 720 S. Colorado Blvd., Suite 100 - North Tower Denver, CO 80222</p> <p>(303) 782-4080 - tel (303) 782-4031 - fax</p>

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**NATIONAL COUNCIL ON COMPENSATION INSURANCE
BOARD OF DIRECTORS
April 2000- April 2001**

<p>Ellen A. Rudnick Executive Director & Clinical Professor Entrepreneurship Program Graduate School of Business The University of Chicago 10 East 58th Street Chicago, IL 60637</p> <p>(773) 834-3781 - tel (847) 948-0624 - fax</p>	<p>Richard F. Russell President and CEO Amerisure Companies 26777 Halsted Road Farmington Hills, MI 48331-3586</p> <p>(248)426-7900 - tel (248)486-7936 - fax</p>
<p>D. William Schrempf President and CEO National Council on Compensation Insurance, Inc. 750 Park of Commerce Drive Boca Raton, FL 33487</p> <p>(561) 997-4162 - tel (561) 997-4774 - fax</p>	<p>Kermit C. Smith President and COO Atlantic Mutual Insurance Company 3 Giralda Farms Madison, NJ 07940</p> <p>(973)408-6002 - tel (973)408-6123 - fax</p>
<p>Thomas P. Staudt President Healthcon/WebMD 90 Merrick Avenue - Suite 501 East Meadow, NY 11554</p> <p>(516) 542-4500, x-106 - tel (516) 542-4508 - fax</p>	<p>Michael V. Tripp Executive Vice President American International Companies 175 Water Street, 20th Floor New York, NY 10038</p> <p>(212) 458-5809 - tel (212) 458-3543 - fax</p>

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 TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NATIONAL COUNCIL ON COMPENSATION INSURANCE, 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 NINETEENTH DAY OF OCTOBER, A.D. 2000.

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TALLAHASSEE, FLORIDA



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION: 0742505

DATE: 10-19-00

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