



F01000003286

ACCOUNT NO. : 072100000032

REFERENCE : 191687 7138407

AUTHORIZATION :

COST LIMIT : \$ 78.75

ORDER DATE : June 19, 2001

ORDER TIME : 10:30 AM

ORDER NO. : 191687-015

CUSTOMER NO: 7138407

CUSTOMER: Debra Green, Legal Asst
Hcc Insurance Holdings, Inc.
13403 Northwest Freeway

Houston, TX 77040-6094

FILED
01 JUN 20 PM 2:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Patricia Ruggie

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 JUN 20 PM 12:45
NOT RETURNED
TO AGENCY OF FILING
SUFFICIENCY

FOREIGN FILINGS

NAME: HCC BENEFITS CORPORATION

700004432897--2

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson -- EXT# 1155

EXAMINER: _____

BK

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

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. HCC BENEFITS CORPORATION
(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. 76-0572393
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. April 2, 1998 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 225 Town Park Drive, Suite 200, Kennesaw, GA 30144-0460
(Principal office address)
- Same
(Current mailing address)
8. Insurance Services
(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
(City) (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.

Corporation Service Company

Adrian Burt

(Registered agent's signature)

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.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: John N. Molbeck, Jr.

Address: 13403 Northwest Freeway, Houston, TX 77040

Vice Chairman: N/A

Address: _____

Director: Edward H. Ellis, Jr.

Address: 13403 Northwest Freeway, Houston, TX 77040

Director: Christopher L. Martin

Address: 13403 Northwest Freeway, Houston, TX 77040

B. OFFICERS

President: Craig J. Kelbel

Address: 225 Town Park Drive, Suite 200, Kennesaw, GA 30144-0460

Vice President: Suzi Johnson

Address: 225 Town Park Drive, Suite 200, Kennesaw, GA 30144-0460

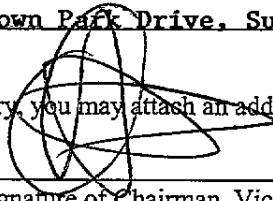
Secretary: Christopher L. Martin

Address: 13403 Northwest Freeway, Houston, Texas 77040

Treasurer: Mark R. Sanderford

Address: 225 Town Park Drive, Suite 200, Kennesaw, GA 30144-0460

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. Christopher L. Martin, Vice President & Secretary
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HCC BENEFITS CORPORATION" 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 SEVENTH DAY OF JUNE, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "HCC BENEFITS CORPORATION" WAS INCORPORATED ON THE SECOND DAY OF APRIL, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2879755 8300

AUTHENTICATION: 1176526

010273530

DATE: 06-07-01