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C

Central Licensing Bureau, Inc.

SUITE 550  
PROSPECT BUILDING  
1501 NORTH UNIVERSITY  
LITTLE ROCK, ARKANSAS 72207-5271

(501) 664-8044  
FAX - (501) 664-6182

REVA FLETCHER  
President

GENA BRADSHAW, FLMI  
Vice President

January 12, 2000

State of Florida  
Secretary of State  
Corporate Div./Certification Sec.  
P.O. Box 6327  
Tallahassee, Florida 32314

100003101521--6..  
-01/18/00--01112--012  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Dear Sir/Madam:

Enclosed please find the necessary documents to Amend **NASRA TPA, INC.** to do business under a new name "**HCC Administrators, Inc.**" in your state. The corporation will be conducting business as a Third Party Administrator.

I trust this letter and the enclosed documents place them in compliance with your statutes. However, if any further action is required, please do not hesitate to contact me.

Thank you for your consideration of this filing.

Sincerely,



Anthony Burton  
Initial Licensing Division

Ab/

FILED  
00 JAN 18 AM 10:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NOTE: PLEASE RETURN FILED APPLICATION TO THE ATTENTION OF SIGNEE AT ADDRESS LISTED ABOVE.

nc

T. LEWIS JAN 26 2000

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

FILED  
00 JAN 18 AM 10:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**SECTION I (1-3 must be completed)**

1. NASRA TPA, Inc.

Name of corporation as it appears within the records of the Department of State.

2. Incorporated under laws of: Illinois

3. Date authorized to do business in Florida: February 21, 1994

**SECTION II (4-7 complete only the applicable changes)**

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation?

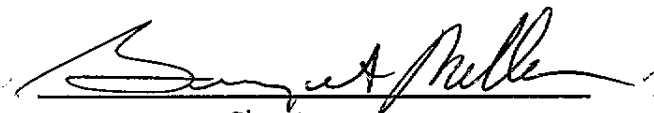
October 28, 1999

5. Name of corporation after the amendment, adding suffix "corporation," "company," "incorporated," or appropriate abbreviation, if not contained in new name of the corporation:

HCC Administrators, Inc.

6. If the amendment changes the period of duration, indicate new period of duration.

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.



Signature  
Name and Title

George A. Mellon - Chairman of the Board

12-21-99

Date

File Number 5439-919-7



*To all to whom these Presents Shall Come, Greeting:*

*I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that*

HCC ADMINISTRATORS, INC., A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE OCTOBER 2, 1986, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE BUSINESS CORPORATION ACT OF THIS STATE RELATING TO THE FILING OF ANNUAL REPORTS AND PAYMENT OF FRANCHISE TAXES, AND AS OF THIS DATE, IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF ILLINOIS\*\*\*\*\*



*In Testimony Whereof, I, hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, this* 4TH *day of* JANUARY *A.D.* 2000 .

*Jesse White*

SECRETARY OF STATE

File Number 5439-919-7



**Whereas,** ARTICLES OF INCORPORATION OF  
NASRA T.P.A. CORPORATION  
INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE BEEN  
FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE  
BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

*Now Therefore, I, Jim Edgar, Secretary of State of the State  
of Illinois, by virtue of the powers vested in me by law, do hereby  
issue this certificate and attach hereto a copy of the Application  
of the aforesaid corporation.*

**In Testimony Whereof,** *I hereto set my hand and cause to  
be affixed the Great Seal of the State of Illinois.*

*at the City of Springfield, this* 2ND  
*day of* OCTOBER *AD 19* 86 *and*  
*of the Independence of the United States*  
*the two hundred and* 11TH



*Jim Edgar*  
\_\_\_\_\_  
SECRETARY OF STATE

Submit in Duplicate

Payment must be made by Certified  
Check, Cashiers' Check or a Money  
Order, payable to "Secretary of  
State".

DO NOT SEND CASH!

JIM EDGAR  
Secretary of State  
State of Illinois

## ARTICLES OF INCORPORATION

File #

This Space For Use By  
Secretary of State

Date 10-2-86  
License Fee \$ 1.00  
Franchise Tax \$ 25.00  
Filing Fee \$ 75.00  
Clerk an 100.50

Pursuant to the provisions of "The Business Corporation Act of 1983", the undersigned incorporator(s) hereby adopt the following Articles of Incorporation.

ARTICLE ONE The name of the corporation is NASRA T.P.A. CORPORATION  
(Shall contain the word "corporation", "company", "incorporated",  
"limited", or an abbreviation thereof)

ARTICLE TWO The name and address of the initial registered agent and its registered office are:

Registered Agent Thomas J. Handler  
*First Name Middle Name Last Name*  
c/o HANDLER & ASSOCIATES, LTD.  
Registered Office One Quincy Court, Suite 1200  
*Number Street Suite # (A P.O. Box alone is not acceptable)*  
Chicago 60604-2105 Cook  
*City Zip Code County*

ARTICLE THREE The purpose or purposes for which the corporation is organized are:

If not sufficient space to cover this point, add one or more sheets of this size.

The nature of business or purpose to be conducted or promoted is to engage in the administration of insurance accounts and any lawful act or activity for which a corporation may be organized under the Business Corporation Act of the State of Illinois.

44

ARTICLE FOUR Paragraph 1: The authorized shares shall be:

Class	*Par Value per share	Number of shares authorized
A Common	NPV	1,000,000
B Common	NPV	1,000,000

Paragraph 2: The preferences, qualifications, limitations, restrictions and the special or relative rights in respect of the shares of each class are:

If not sufficient space to cover this point, add one or more sheets of this size.

The Class B Common shares shall constitute non-voting stock.

ARTICLE FIVE The number of shares to be issued initially, and the consideration to be received by the corporation therefor, are:

Class	*Par Value per share	Number of shares proposed to be issued	Consideration to be received therefor
A Common	NPV	1,000	\$ 1,000.00
			\$
			\$
			\$
TOTAL			\$ 1,000.00

\*A declaration as to a "par value" is optional. This space may be marked "n/a" when no reference to a par value is desired.

## ARTICLE SIX *OPTIONAL*

The number of directors constituting the initial board of directors of the corporation is one (1) and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors be elected and qualify are:

Name	Residential Address
George A. Mellon,	3565 N. Pine Grove, Chicago, IL 60657

## ARTICLE SEVEN *OPTIONAL*

- (a) It is estimated that the value of all property to be owned by the corporation for the following year wherever located will be: \$ \_\_\_\_\_
- (b) It is estimated that the value of the property to be located within the State of Illinois during the following year will be: \$ \_\_\_\_\_
- (c) It is estimated that the gross amount of business which will be transacted by the corporation during the following year will be: \$ \_\_\_\_\_
- (d) It is estimated that the gross amount of business which will be transacted from places of business in the State of Illinois during the following year will be: \$ \_\_\_\_\_

## ARTICLE EIGHT *OTHER PROVISIONS*

Attach a separate sheet of this size for any other provision to be included in the Articles of Incorporation, e.g., authorizing pre-emptive rights; denying cumulative voting; regulating internal affairs; voting majority requirements; fixing a duration other than perpetual; etc.

### NAMES & ADDRESSES OF INCORPORATORS

The undersigned incorporator(s) hereby declare(s), under penalties of perjury, that the statements made in the foregoing Articles of Incorporation are true.

Dated September 15, 19 86

1.	Signature and Names <i>Signature</i> Thomas J. Handler Name (please print)	Post Office Address 1503 West Oakdale Street Chicago, IL 60657 City/Town State Zip
2.	<i>Signature</i> Name (please print)	<i>Street</i> City/Town State Zip
3.	<i>Signature</i> Name (please print)	<i>Street</i> City/Town State Zip

(Signatures must be in ink on original document. Carbon copy, xerox or rubber stamp signatures may only be used on conformed copies)

NOTE: If a corporation acts as incorporator, the name of the corporation and the state of incorporation shall be shown and the execution shall be by its President or Vice-President and verified by him, and attested by its Secretary or an Assistant Secretary.

Form BCA-2.10

File No.

ARTICLES OF INCORPORATION

FILED

OCT - 2 1986

JIM EDGAR  
SECRETARY OF STATE

The following fees are required to be paid at the time of issuing the Certificate of Incorporation: FILING FEE \$75.00; INITIAL LICENSE FEE of 1/20th of 1% of the consideration to be received for initial issued shares (see Art. 5), MINIMUM \$5.00; INITIAL FRANCHISE TAX of 1/10th of 1% of the consideration to be received for initial issued shares (see Art. 5), MINIMUM \$25.00.

#### EXAMPLES OF TOTAL DUE

Consideration to be Received	TOTAL DUE*
up to \$1,000	\$100.50
\$ 5,000	\$500.50
\$ 10,000	\$1,000.50
\$ 25,000	\$2,500.50
\$ 50,000	\$5,000.50
\$100,000	\$10,000.50

\*Includes Filing Fee + License Fee + Franchise Tax

#### RETURN TO:

Corporation Department  
Secretary of State  
Springfield, Illinois 62756  
Telephone (217) 782-6961



**Whereas,** ARTICLES OF AMENDMENT TO THE ARTICLES OF  
INCORPORATION OF

NASRA T.P.A. CORPORATION  
INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE BEEN  
FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE  
BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

*Now Therefore, I, George H. Ryan, Secretary of State of the  
State of Illinois, by virtue of the powers vested in me by law, do  
hereby issue this certificate and attach hereto a copy of the  
Application of the aforesaid corporation.*

**In Testimony Whereof,** *I hereto set my hand and cause to  
be affixed the Great Seal of the State of Illinois,  
at the City of Springfield, this 30TH  
day of DECEMBER A.D. 19 93 and  
of the Independence of the United States  
the two hundred and 18TH*

*George H. Ryan*  
SECRETARY OF STATE

Form <b>BCA-10.30</b> (Rev. Jan. 1991)	<b>ARTICLES OF AMENDMENT</b>	File # <u>5439-919-7</u>
George H. Ryan Secretary of State Department of Business Services Springfield, IL 62756 Telephone (217) 782-6961	<b>FILED</b> <b>PAID</b> DEC 30 1993 JAN 03 1994 <b>GEORGE H. RYAN</b> <b>SECRETARY OF STATE</b>	<b>SUBMIT IN DUPLICATE</b>
Remit payment in check or money order, payable to "Secretary of State."		This space for use by Secretary of State Date <u>12-25-93</u> Franchise Tax \$ <u>25.00</u> Filing Fee \$ <u>5.00</u> Penalty \$ <u>5.00</u> Approved: <u>[Signature]</u>

1. CORPORATE NAME: NASRA TPA, Corporation

(Note 1)

2. MANNER OF ADOPTION:

The following amendment of the Articles of Incorporation was adopted on October 29, 19 93 in the manner indicated below. ("X" one box only)

☐ By a majority of the incorporators, provided no directors were named in the articles of incorporation and no directors have been elected; or by a majority of the board of directors, in accordance with Section 10.10, the corporation having issued no shares as of the time of adoption of this amendment;

(Note 2)

☒ By a majority of the board of directors, in accordance with Section 10.15, shares having been issued by shareholder action not being required for the adoption of the amendment;

(Note 3)

☐ By the shareholders, in accordance with Section 10.20, a resolution of the board of directors having been duly adopted and submitted to the shareholders. At a meeting of shareholders, not less than the minimum number of votes required by statute and by the articles of incorporation were voted in favor of the amendment;

(Note 4)

☐ By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by shareholders having not less than the minimum number of votes required by statute and by the articles of incorporation. Shareholders who have not consented in writing have been given notice in accordance with Section 7.10;

(Note 4)

☐ By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by all the shareholders entitled to vote on this amendment;

(Note 4)

(INSERT AMENDMENT)

(Any article being amended is required to be set forth in its entirety.) (Suggested language for an amendment to change the corporate name is **RESOLVED**, that the Articles of Incorporation be amended to read as follows:)

NASRA TPA, Inc. (BC)  
(NEW NAME)



13.2 The manner in which any exchange, reclassification or cancellation of issued shares, or a reduction of the number of authorized shares of any class below the number of issued shares of that class, provided for or effected by this amendment, is as follows: (If not applicable, insert "No change")

No change.

4. (a) The manner in which said amendment effects a change in the amount of paid-in capital (Paid-in capital replaces the terms Stated Capital and Paid-in Surplus and is equal to the total of these accounts) is as follows: (If not applicable, insert "No change")

No change.

(b) The amount of paid-in capital (Paid-in Capital replaces the terms Stated Capital and Paid-in Surplus and is equal to the total of these accounts) as changed by this amendment is as follows: (If not applicable, insert "No change")

No change.

Paid-in Capital

Before Amendment

After Amendment

\$ \_\_\_\_\_ \$ \_\_\_\_\_

(Complete either Item 5 or 6 below)

5. The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true.

Dated December 3, 1993

NASKA TPA, INC.

(Exact Name of Corporation)

attested by J. Nicholas Tegenkamp  
(Signature of Secretary or Assistant Secretary)

J. Nicholas Tegenkamp, Secretary  
(Type or Print Name and Title)

by George A. Mellon  
(Signature of President or Vice President)

George A. Mellon, President  
(Type or Print Name and Title)

6. If amendment is authorized by the incorporators, the incorporators must sign below.

OR

If amendment is authorized by the directors and there are no officers, then a majority of the directors or such directors as may be designated by the board, must sign below.

The undersigned affirms, under the penalties of perjury, that the facts stated herein are true.

Dated \_\_\_\_\_, 19 \_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

## NOTES and INSTRUCTIONS

- NOTE 1: State the true exact corporate name as it appears on the records of the office of the Secretary of State, BEFORE any amendments herein reported.
- NOTE 2: Incorporators are permitted to adopt amendments ONLY before any shares have been issued and before any directors have been named or elected. (§ 10.10)

- NOTE 3: Directors may adopt amendments without shareholder approval in only six instances, as follows:
- (a) to remove the names and addresses of directors named in the articles of incorporation;
  - (b) to remove the name and address of the initial registered agent and registered office, provided a statement pursuant to § 5.10 is also filed;
  - (c) to split the issued whole shares and unissued authorized shares by multiplying them by a whole number, so long as no class or series is adversely affected thereby;
  - (d) to change the corporate name by substituting the word "corporation", "incorporated", "company", "limited", or the abbreviation "corp.", "inc.", "co.", or "ltd." for a similar word or abbreviation in the name, or by adding a geographical attribution to the name;
  - (e) to reduce the authorized shares of any class pursuant to a cancellation statement filed in accordance with § 9.05,
  - (f) to restate the articles of incorporation as currently amended. (§ 10.15)

- NOTE 4: All amendments not adopted under § 10.10 or § 10.15 require (1) that the board of directors adopt a resolution setting forth the proposed amendment and (2) that the shareholders approve the amendment.

Shareholder approval may be (1) by vote at a shareholders' meeting (*either annual or special*) or (2) by consent, in writing, without a meeting.

To be adopted, the amendment must receive the affirmative vote or consent of the holders of at least 2/3 of the outstanding shares entitled to vote on the amendment (*but if class voting applies, then also at least a 2/3 vote within each class is required*).

The articles of incorporation may supercede the 2/3 vote requirement by specifying any smaller or larger vote requirement not less than a majority of the outstanding shares entitled to vote and not less than a majority within each class when class voting applies. (§ 10.20)

- NOTE 5: When shareholder approval is by consent, all shareholders must be given notice of the proposed amendment at least 5 days before the consent is signed. If the amendment is adopted, shareholders who have not signed the consent must be promptly notified of the passage of the amendment. (§§ 7.10 & 10.20)

1272 .0385

File Number 5439-919-7

State of Illinois  
Office of  
The Secretary of State

Whereas, ARTICLES OF AMENDMENT TO THE ARTICLES OF  
INCORPORATION OF  
NASRA TPA, INC.  
INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE BEEN  
FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE  
BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

Now Therefore, I, Jesse White, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to be  
affixed the Great Seal of the State of Illinois,  
at the City of Springfield, this 28TH  
day of OCTOBER A.D. 1999 and of  
the Independence of the United States the two  
hundred and 24TH .



*Jesse White*

Secretary of State

Form **BCA-10.30** **ARTICLES OF AMENDMENT**  
(Rev. Jan. 1999)

#2  
File # **5439-919-7**

Jesse White  
Secretary of State  
Department of Business Services  
Springfield, IL 62756  
Telephone (217) 782-1832

Remit payment in check or money  
order, payable to "Secretary of State."  
The filing fee for restated articles of  
amendment - \$100.00

<http://www.sos.state.il.us>

**FILED**

OCT 28 1999

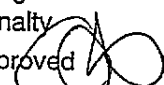
JESSE WHITE  
SECRETARY OF STATE

PAID

OCT 29 1999

**SUBMIT IN DUPLICATE**

This space for use by  
Secretary of State

Date **10/28/99**  
Franchise Tax \$  
Filing Fee\* \$25.00  
Penalty \$  
Approved 

1. CORPORATE NAME: NASRA TPA, INC.

(Note 1)

2. MANNER OF ADOPTION OF AMENDMENT:

The following amendment of the Articles of Incorporation was adopted on October 20  
1999 in the manner indicated below. ("X" one box only)  
(Year) (Month & Day)

☐ By a majority of the incorporators, provided no directors were named in the articles of incorporation and no directors have been elected;

(Note 2)

☐ By a majority of the board of directors, in accordance with Section 10.10, the corporation having issued no shares as of the time of adoption of this amendment;

(Note 2)

☐ By a majority of the board of directors, in accordance with Section 10.15, shares having been issued but shareholder action not being required for the adoption of the amendment;

(Note 3)

☐ By the shareholders, in accordance with Section 10.20, a resolution of the board of directors having been duly adopted and submitted to the shareholders. At a meeting of shareholders, not less than the minimum number of votes required by statute and by the articles of incorporation were voted in favor of the amendment;

(Note 4)

☐ By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by shareholders having not less than the minimum number of votes required by statute and by the articles of incorporation. Shareholders who have not consented in writing have been given notice in accordance with Section 7.10;

(Notes 4 & 5)

☒ By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by all the shareholders entitled to vote on this amendment.

(Note 5)

3. TEXT OF AMENDMENT:

a. When amendment effects a name change, insert the new corporate name below. Use Page 2 for all other amendments.

Article I: The name of the corporation is:

HCC ADMINISTRATORS, INC.

(NEW NAME)

**EXPEDITED**

OCT 28 1999

SECRETARY OF STATE

All changes other than name, include on page 2  
(over)

1272.0387

**Text of Amendment**

- b. *(If amendment affects the corporate purpose, the amended purpose is required to be set forth in its entirety. If there is not sufficient space to do so, add one or more sheets of this size.)*

N/A

4. The manner, if not set forth in Article 3b, in which any exchange, reclassification or cancellation of issued shares, or a reduction of the number of authorized shares of any class below the number of issued shares of that class, provided for or effected by this amendment, is as follows: *(If not applicable, insert "No change")*

No change.

5. (a) The manner, if not set forth in Article 3b, in which said amendment effects a change in the amount of paid-in capital (Paid-in capital replaces the terms Stated Capital and Paid-in Surplus and is equal to the total of these accounts) is as follows: *(If not applicable, insert "No change")*

No change.


(b) The amount of paid-in capital (Paid-in Capital replaces the terms Stated Capital and Paid-in Surplus and is equal to the total of these accounts) as changed by this amendment is as follows: *(If not applicable, insert "No change")*

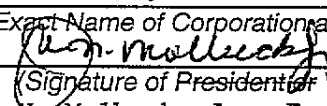
No change.

	Before Amendment	After Amendment
Paid-in Capital	\$ _____	\$ _____

(Complete either Item 6 or 7 below. All signatures must be in **BLACK INK**.)

6. The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true.

Dated October 20, 1999  
(Month & Day) (Year)  
attested by   
(Signature of Secretary or Assistant Secretary)  
Christopher L. Martin, Secretary  
(Type or Print Name and Title)

NASRA TPA, INC.  
(Exact Name of Corporation at date of execution)  
by   
(Signature of President or Vice President)  
John N. Molbeck, Jr., Executive V.P.  
(Type or Print Name and Title)

7. If amendment is authorized pursuant to Section 10.10 by the incorporators, the incorporators must sign below, and type or print name and title.

OR

If amendment is authorized by the directors pursuant to Section 10.10 and there are no officers, then a majority of the directors or such directors as may be designated by the board, must sign below, and type or print name and title.

N/A

The undersigned affirms, under the penalties of perjury, that the facts stated herein are true.

Dated \_\_\_\_\_, \_\_\_\_\_  
(Month & Day) (Year)

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

1191 .0344

File # D 5439-919-7

Form **BCA-5.10**  
**NFP-105.10**

(Rev. April 1995)

**JESSE WHITE**  
**Secretary of State**  
Department of Business Services  
Springfield, IL 62756  
Telephone (217) 782-3647

**STATEMENT OF  
CHANGE  
OF REGISTERED AGENT  
AND/OR REGISTERED  
OFFICE**

**FILED**

JAN 29 1999

JESSE WHITE  
SECRETARY OF STATE

**SUBMIT IN DUPLICATE**

**17** This space for use by  
Secretary of State  
Date **JAN 29 1999**

Filing Fee **\$5**

Approved: **VM**

Remit payment in check or money order,  
payable to "Secretary of State."

Type or print in black ink only.  
See reverse side for signature(s).

1. CORPORATE NAME: NASRA TPA, Inc.
2. STATE OR COUNTRY OF INCORPORATION: Illinois
3. Name and address of the registered agent and registered office as they appear on the records of the office of the Secretary of State (before change):
- |                   |                               |             |  |
|-------------------|-------------------------------|-------------|--|
| Registered Agent  | Thomas                        | J.          | Handler  |
|                   | First Name                    | Middle Name | Last Name                                      |
| Registered Office | 333 W. Wacker Dr., Suite 2020 |             |  |
|                   | Number                        | Street      | Suite No. (A P.O. Box alone is not acceptable) |
|                   | Chicago, IL                   | 60606-1226  | Cook   |
|                   | City                          | Zip Code    | County   |
4. Name and address of the registered agent and registered office shall be (after all changes herein reported):
- |                   |                              |             |  |
|-------------------|------------------------------|-------------|--|
| Registered Agent  | George                       | A.          | Mellon   |
|                   | First Name                   | Middle Name | Last Name                                      |
| Registered Office | 2215 Sanders Road, Suite 500 |             |  |
|                   | Number                       | Street      | Suite No. (A P.O. Box alone is not acceptable) |
|                   | Northbrook, IL               | 60062       | Cook   |
|                   | City                         | Zip Code    | County   |

(14)

05439-9197

5. The address of the registered office and the address of the business office of the registered agent, as changed, will be identical.
6. The above change was authorized by: ("X" one box only)
- a. ☒ By resolution duly adopted by the board of directors. (Note 5)
- b. ☐ By action of the registered agent. (Note 6)

NOTE: When the registered agent changes, the signatures of both president and secretary are required.

7. (If authorized by the board of directors, sign here. See Note 5)

The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true.

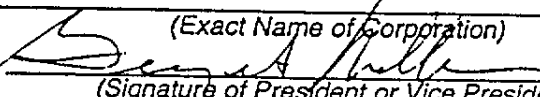
Dated August 20, 1998

NASRA TPA, Inc.

attested by   
(Signature of Secretary or Assistant Secretary)

Christopher L. Martin, Secretary

(Type or Print Name and Title)

by   
(Exact Name of Corporation)

(Signature of President or Vice President)

George A. Mellon, President

(Type or Print Name and Title)

(If change of registered office by registered agent, sign here. See Note 6)

The undersigned, under penalties of perjury, affirms that the facts stated herein are true.

Dated \_\_\_\_\_, 19, \_\_\_\_\_

(Signature of Registered Agent of Record)

### NOTES

1. The registered office may, but need not be the same as the principal office of the corporation. However, the registered office and the office address of the registered agent must be the same.
2. The registered office must include a street or road address; a post office box number alone is not acceptable.
3. A corporation cannot act as its own registered agent.
4. If the registered office is changed from one county to another, then the corporation must file with the recorder of deeds of the new county a certified copy of the articles of incorporation and a certified copy of the statement of change of registered office. Such certified copies may be obtained ONLY from the Secretary of State.
5. Any change of registered agent must be by resolution adopted by the board of directors. This statement must then be signed by the president (or vice-president) and by the secretary (or an assistant secretary).
6. The registered agent may report a change of the registered office of the corporation for which he or she is registered agent. When the agent reports such a change, this statement must be signed by the registered agent.