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CERTIFIED COPY OF RESOLUTION

CORPORATION ADOPTING A FIGTITIOUS NAME FOR USE IN THE STATE OF FLORIDA

I, THE UNDERSIGNED _ COUNTY BOOKHOLE, DO HEREBY
CERTIFY THAT THE FOLLOWING IS A TRUE, COMPLETE AND CORRECT COPY OF A
CERTAIN RESOLUTION OF THE BOARD OF DIRECTORS OF NATional Insurance Services, Inc.
CORPORATION DULY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF
, WHICH RESOLUTION WAS DULY ADOPTED AT A DULY
CALLED MEETING OF THE SAID BOARD, HELD ON June 24 1994 A
QUORUM BEING PRESENT, AND IS SET FORTH IN THE MINUTES OF THE SAID MEETING:
THAT I AM THE KEEPER OF THE CORPORATE SEAL AND OF THE MINUTES AND RECORDS
OF THIS CORPORATION; AND THAT THE SAID RESOLUTION HAS NOT BEEN RESCINDED
OR MODIFIED:
ORGANIZED AND EXISTING IN THE STATE OF DETAWATE HEREBY ADOPTS THE NAME The NNL Group in the state of purposes, and further resolved that the officers of the corporation are authorized and directed to take all steps that they deem necessary and appropriate to qualify the corporation to do business within the state of florida under the name of the NNL Group inc ; and resolved further that all activities and business of the corporation within the state of florida shall be carried out under the name the name corporation within the state of florida shall be carried out under the name the name the name of the name that name the name that name the name the name the name the name the name the name that name the
IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY NAME AND AFFIXED
THE SEAL OF THE SAID CORPORATION, ON THIS THE 5th DAY OF
September 19 95.

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION 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.	National Inducance Services, Inc. (Name of corporation: must include the word "INCORPORATED", "COMPAN" abbreviations of like import in language as will clearly indicate that it is a corporationship if not so contained in the name at present.)			
2.	. Dolawaro	3. 75-2549960		
	(State or country under the law of which it is incorporated)	(FEI number, if applicable)		
4.	. Juno 24, 1994 5. Porpotual	.b		
	(Date of Incorporation) (Duration: Year corp. v	vill coase to exist or "perpetual")		
Ο.	(Date first transacted business in Florida. (See sections 607.1501, 607.1502, a	ind 817.156(F.S.))		
7.	750 Pipeline Court, Suito 106, Hurgt, Toxas 76053	- 11 u u		
		2a		
	(Current mailing address)	3		
	Insurance Consultants and Estimators. (Purpose(s) of corporation authorized in home state or country to be carried out Florida) Name and street address of Florida registered agent:	in the state of		
	Name: c T Corporation System			
	Office Address: Island Road	<u>ne</u>		
	Plantation , Florida, 33324 (Zip Code)	-		
Ha de fur	D. Registered agent acceptance: aving been named as registered agent and to accept service of process for the assignated in this application. I hereby accept the appointment as registered agenther agree to comply with the provisions of all statutes relative to the proper and I am familiar with and accept the obligation of my position as registered agent C T Corporation System (Registered agent's signature) (Officer) DANIEL R. GLATZ ASSISTANT VICE PRESIDENT	it and agree to act in this capacity. It is complete performance of my duties,		
(EI	(Type Name and Title of Officer)			

(FL - 2189 - 11/16/94)

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:			
	Address:			
	Vice Chairman:			
	Addi 655.		d23 S5	
	Director: See attached list of directors		သ	
	Address:	è:	(2) (3)	7
	Director:	3	roj coj	
	Address:			
В.	OFFICERS			
	President: Peter Bookholt			
	Address: 750 Pipeline Court, Suite 106			
	Vice President: Philip W. Webster			
	Address: 750 Pipeline Court, Suite 106			
	Hurst. Texas 76053 Secretary: connie Bookholt			
	Address: 750 Pipeline Court, Suite 106			

95 SEP 13 FINZ: 28

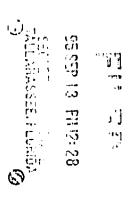
Appendix to Florida Application by Fgn. Corp. for Authorization to Transact Business in Florida

Directors of National Insurance Services, Inc.

1. Peter Bookholt 750 Pipeline Court, Suite 106 Burst, Texas 76053

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- 2. Philip W. Webster 750 Pipeline Court, Suite 106 Hurst, Toxos 76053
- 3. Connie Bookholt 750 Pipoline Court, Suite 106 Hurst, Texas 76053



State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NATIONAL INSURANCE SERVICES, 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 TWENTY-FIFTH DAY OF AUGUST, A.D. 1995.

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

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

Edward J. Freel, Secretary of State

8300 AUTHENTICATION

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DATE

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