G37742

CT CORPORATION SYSTEM

| CORPORATION(S) NAME Employers' Risk Management, Inc. | Only OS | |
|---|--|---------------------------|
| Employers' Risk Managemen | t, Inc. | ST. S. |
| | | |
| | and the plants of the second o | |
| | | |
| | | 600003505796 : |
| | | *****35.00 ******35.00 |
| | | 447 |
| () Profit | () Amendment | () Merger |
| () Nonprofit | | |
| () Foreign | Dissolution/Withdrawal | () Mark |
| | () Reinstatement | |
| () Limited Partnership | () Annual Report | () Other |
| ()LLC | () Name Registration | () Change of RA |
| | () Fictitious Name | ()UCC |
| () Certified Copy | () Photocopies | () CUS |
| () Call When Ready | () Call If Problem | () After 4:30 |
| (x) Walk In | () Will Wait | (x) Pick Up |
| () Mail Out | | |
| Name | 12/19/00 | Order#: 3477819 |
| Availability | | |
| Document | · | |
| Examiner | | Ref#: |
| Updater | | |
| Verifier | | |
| W.P. Verifier | | Amount: \$ |

& COULLIETTE DEC 19 2000

ANTINA NO YORKINIA TURO

660 East Jefferson Street Tallahassee, FL 32301 Tel. 850 222 1092 Fax 850 222 7615

ARTICLES OF DISSOLUTION

| | o section 607.1403, Florida Statutes, this Florida profit corporation submits the articles of dissolution: | |
|-------------|---|---|
| FIRST: | The name of the corporation is: Employers' Risk Management, Inc. | |
| SECOND: | The date dissolution was authorized: December 4,2000 | |
| THIRD: | Adoption of Dissolution (CHECK ONE) | |
| was | ssolution was approved by the shareholders. The number of votes cast for dissolution sufficient for approval. | - |
| T | The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve: | |
| The | number of votes cast for dissolution was sufficient for approval by | |
| | : The effective date of the dissolution shall be as of the close of business on December 31, 2000. gned this 8th day of December , 2000. | |
| Signature _ | (By the Chairman or Vice Chairman of the Board, President, or other officer) | |
| | Edwin A. Neumann (Typed or printed name) | |
| | CFO, Sr. Vice President - Finance and Treasurer | |

(Title)