

07-23-97 11:19AM

FROM 813 823 6518

TO 18509224000

P001

M86460

10:37 AM

FLORIDA DIVISION OF CORPORATIONS  
PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

((H97000011984 6)))

FAX #: (850) 922-4000  
ACCT#: 074230003715  
FAX #: (813) 823-6518

TO: DIVISION OF CORPORATIONS

FROM: BANKERS INSURANCE CO.  
CONTACT: G. KRISTIN DELANO  
PHONE: (800) 627-0000

NAME: BANKERS HAZARD DETERMINATION SERVICES, INC.

AUDIT NUMBER.....H97000011984

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

CERT. COPIES.....0

PAGES..... 2  
DEL.METHOD.. FAX  
EST.CHARGE.. \$35.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX  
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

\*\* ENTER 'M' FOR MENU. \*\*

ENTER SELECTION AND <CR>:

RECEIVED

97 JUL 23 PM 12:13

RECEIVED

FILED

97 JUL 23 PM 4:26

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Amendment  
7-23-97  
DC

FILED  
97 JUL 23 PM 4:26  
CLERK OF JUDGE  
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT  
TO THE ARTICLES OF INCORPORATION  
BANKERS HAZARD DETERMINATION SERVICES, INC.

THE ARTICLES OF INCORPORATION OF Bankers Hazard Determination Services, Inc. f/k/a National Flood Certification Services, Inc., are hereby modified pursuant to the provisions of Section 607.1006 Florida Statutes:

1. The name of this corporation is Bankers Hazard Determination Services, Inc.
2. Article III of the Articles of Incorporation of this corporation. is hereby deleted in its entirety and the following Article III is hereby substituted in lieu thereof:

ARTICLE III

CAPITAL STOCK

This corporation shall have two classes of Capital Stock consisting of 500 shares of Common Stock, \$1.00 par value and 1,000,000 shares of Preferred Stock, \$10.00 par value.

The holders of Preferred Stock shall be entitled to receive in each year, out of the surplus net profits of the corporation, a fixed yearly dividend of 8% of the Preferred Capital Contribution (as hereafter defined), payable as may be authorized by the Directors before any dividend shall be set aside or paid on the Common Stock. The dividends upon the Preferred Stock shall be noncumulative, so that if or for any year dividends amounting to 8% of the Preferred Capital Contribution shall not be paid on the Preferred Stock, the deficiency shall not be a charge upon the net earnings of the corporation nor payable subsequently, before any dividends shall be set aside or paid upon the Common Stock. Dividends on the Common Stock also may be declared payable as authorized by the Directors, but only out of surplus net profits of the corporation for any fiscal year remaining after the payment of the full yearly dividend on the Preferred Stock for such year. The holders of Preferred Stock shall not be entitled to any further dividend or share of profit beyond the noncumulative yearly dividend of 8% of the Preferred Capital Contribution; and the holders of Common Stock shall be entitled to receive all monies appropriated to dividends after the noncumulative dividends of 8 % on the Preferred Stock shall have been fully paid. For purposes hereof, the term "Preferred Capital Contribution" shall mean the amount of the capital contribution made by the Shareholder upon the original issuance of the Preferred Stock.

Prepared by C. Anthony Sexton  
Fla. Bar #120936  
P. O. Box 16707  
St. Petersburg, FL 33733  
(813) 823-4000 ext. 4884

Every Certificate of Preferred Stock shall be subject to redemption and may at the option of the Directors, at any time be called and retired at the price of 108% of the Preferred Capital Contribution and the amount of dividends declared and unpaid at the date of redemption. Notice of intention to call and retire certificates shall be given to the holder thereof 15 days before the date at which the same is to be retired. Such notice shall be deemed given when served personally upon the owner of the Certificate or when placed in an envelope, postage prepaid, addressed to the holder of the certificate at his address as it appears upon the books of the corporation and deposited in any U.S. Post Office.

In the event of any liquidation or dissolution or winding up, whether voluntary or involuntary, of the corporation, the holders of Preferred Stock shall be entitled to be paid in full both the sum of 108% of the Preferred Capital Contribution and the declared but unpaid dividends accrued thereon before any amount shall be paid to the holders of the Common Stock, and after such payment to the holders of Preferred Stock, the remaining assets of the corporation shall be paid to the holders of the Common Stock.

The Preferred Shareholders shall not be entitled to any voice in the management of the corporation or to any voting powers at any Stockholders meeting. The sole management of the corporation shall be in the hands of the holders of the Common Stock, and they alone shall be entitled to vote at any meeting of the Stockholders of the corporation.

3. This amendment was unanimously adopted by the Corporation's Directors and Shareholders on the 23rd day of July, 1997.

Bankers Hazard Determination Services, Inc.

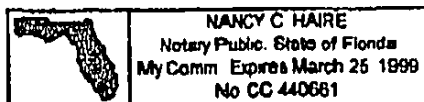
BY: 


G. Kristin Delano, Secretary

STATE OF FLORIDA )  
COUNTY OF PINELLAS )

The foregoing instrument was acknowledged before me this 23rd day of July, 1997, by G. Kristin Delano, as Secretary of Bankers Hazard Determination Services, Inc., a Florida corporation, on behalf of the corporation

Personally known ☒ OR Produced Identification  
Type of Identification Provided \_\_\_\_\_



  
Nancy C. Haire, Notary Public  
Serial Number: No. CC 440661  
My Commission Expires: 3/25/99