

N04000004888

Rayford H. Taylor
(Requestor's Name)

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National Workers' Compensation
Defense Network, Inc.
(Business Entity Name)

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DIVISION OF CONSUMER PROTECTION
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ARTICLES OF INCORPORATION
OF
NATIONAL WORKERS' COMPENSATION
DEFENSE NETWORK, INC.

FILED
04 MAY 17 PM 12:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(A Corporation Not for Profit)

We, the undersigned, with other persons being desirous of forming a corporation under the provisions of Chapter 617 of the Florida Statutes, do agree to the following:

ARTICLE I. NAME

The name of this corporation is National Workers' Compensation Defense Network, Inc.

ARTICLE II. PURPOSES

The general nature of this corporation shall be:

(1) To establish a network of independent law firms with established reputations for expertise and excellence in defending employers and insurance companies in workers' compensation and related employer liability matters.

(2) To provide an organization that is committed to providing quality referrals and information to the insurance industry and the clients served by the member firms.

(3) To present seminars and conferences about the development of the law, including unique defenses and other practice methods for best representing the clients served by the member firms.

(4) To carry out any activity permitted to a corporation organized under the provisions of Chapter 617 Florida Statutes as now in force or as amended.

ARTICLE III. QUALIFICATION OF MEMBERS

The membership of this corporation shall constitute all partnerships in law or other legal associations designated as "Charter Firm" members or other members admitted from time to time in the manner provided in the by-laws.

ARTICLE IV. QUALIFICATION OF DIRECTORS

Directors will be appointed by the membership in the manner provided in the by-laws.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI SUBSCRIBERS

The subscribers to these articles of incorporation are the President, the Vice-President and Treasurer of the corporation.

The names and addresses of the subscribers by reason of their office are:

NAME	ADDRESS
<u>James Reiter</u>	<u>401 E. Liberty</u>
<u>President/Chair</u>	<u>Milford, Michigan 45381</u>
<u>Mary Ann Stiles</u>	<u>315 Plant Avenue</u>

Vice-President/Vice Chair

Tampa, FL 33606

Rayford H. Taylor

2837 Country House Lane

Treasurer

Buford, GA 30519

ARTICLE VII. OFFICERS

Section 1. The officers of the corporation shall be a President, a Vice-President, a Secretary, a Treasurer, and such other officers as may be provided in the by-laws.

Section 2. The names of the persons who are to serve as officers of the corporation until the first meeting of the Board of Directors are:

OFFICE	NAME
President	<u>James Reiter</u>
Vice President	<u>Mary Ann Stiles</u>
Secretary	<u>William L.S. Ross</u>
Treasurer	<u>Rayford H. Taylor</u>

Section 3. The officers shall be elected at the annual meeting of the Board of Directors or as provided in the by-laws.

ARTICLE VIII. BOARD OF DIRECTORS

Section 1. The business affairs of this corporation shall be managed by the Board of Directors. This corporation shall have three directors initially. The number of directors may be changed from time to time, by the by-laws, but shall never be less than three.

Section 2. Members of the Board of Directors shall be elected and hold office in accordance with the by-laws.

Section 3. The names and addresses of the persons who are to serve as the initial Board of Directors are:

NAME	ADDRESS
<u>James Reiter</u>	<u>401 E. Liberty</u> <u>Milford, Michigan 48381</u>
<u>Mary Ann Stiles</u>	<u>315 Plant Avenue</u> <u>Tampa, Florida 33606</u>
<u>Rayford H. Taylor</u>	<u>2837 Country House Lane</u> <u>Buford, Georgia 30519</u>
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ARTICLE IX. BY-LAWS

Section 1. The Board of Directors of this corporation may provide such by-laws for the conduct of its business and the

carrying out of its purposes as they may deem necessary from time to time.

Section 2. Upon proper notice the by-laws may be amended, altered or rescinded by a majority vote of those members of the Board of Directors present at any regular meeting or any special meeting called for that purpose.

ARTICLE X. AMENDMENTS

Section 1. These Articles of Incorporation may be amended at a special meeting of the membership called for that purpose, by a two-thirds vote of those present.

Section 2. Amendments may also be made at a regular meeting of the membership upon notice given, as provided by the by-laws, of intention to submit such amendments.

ARTICLE XI. LOCATION/REGISTERED AGENT / *PRINCIPAL OFFICE*

The location of this corporation shall be in the city of Tampa, County of Hillsborough, State of Florida. The initial registered agent for the corporation is: Robert J. Grace, 315 Plant Avenue, Tampa, Florida 33606.

ARTICLE XII. POWERS

To promote the purposes of this corporation, it may acquire property by grant, gift, purchase or devise, and hold and dispose of such property as the corporation shall require for the benefit of the members and not for pecuniary profit.

ARTICLE XIII. MEETINGS


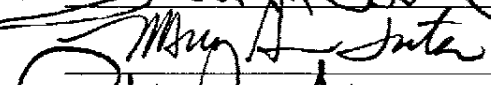
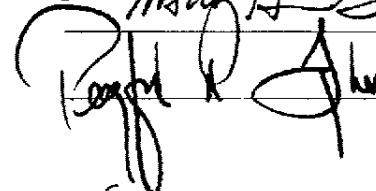
The annual meeting for the election of members of the Board of Directors, any additional regular meetings, and any special meetings, shall be held as may be provided in the by-laws.

ARTICLE XIV. DISTRIBUTION OF

ASSETS UPON DISSOLUTION

No person, firm or corporation shall ever receive any dividends or profits from the undertaking of this corporation and upon dissolution of this organization all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to organizations which have qualified for exemption under Section 501(c)(3) or other applicable provisions of the Internal Revenue Code, or to the Federal government, or to a State or local government, for a public purpose, and none of the assets will be distributed to any member, officer, or director of this corporation.

IN WITNESS WHEREOF, we, the undersigned subscribing incorporators, have hereunto set our hand and seals, this 26th day of April, 2004, for the purpose of forming this corporation not for profit under the laws of the State of Florida.

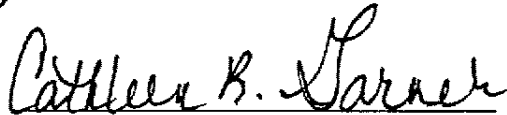
 President/Chair

 Treasurer

STATE OF MICHIGAN)

COUNTY OF OAKLAND)

Before me, a Notary Public duly authorized in the state and county named above to take acknowledgments, personally appeared James Reiter, to me known to be the person described as a subscriber in and who executed the foregoing articles of incorporation, and they acknowledged before me that they executed and subscribed to these articles of incorporations.

Witness my hand and official seal in the county and state named above, this 26th day of April, 2004.



Notary Public

CATHLEEN R. GARNER
NOTARY PUBLIC OAKLAND CO., MI
MY COMMISSION EXPIRES Aug 8, 2005

My commission expires:

STATE OF Florida)

COUNTY OF HILLSBOROUGH)

Before me, a Notary Public duly authorized in the state and county named above to take acknowledgments, personally appeared Mary Ann Stiles, to me known to be the person described as a subscribers in and who executed the foregoing articles of incorporation, and they acknowledged before me that they executed and subscribed to these articles of incorporations.

Witness my hand and official seal in the county and state
named above, this 11th day of May, 2004.

Gloria E. Figueroa
Notary Public



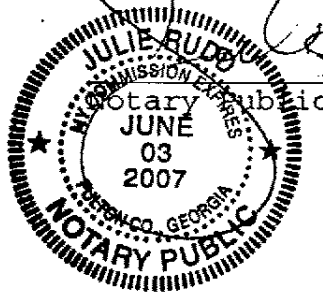
My commission expires:

STATE OF GEORGIA)

COUNTY OF FULTON)

Before me, a Notary Public duly authorized in the state and
county named above to take acknowledgments, personally appeared
Rayford H. Taylor, to me known to be the person described as a
subscriber in and who executed the foregoing articles of
incorporation, and they acknowledged before me that they
executed and subscribed to these articles of incorporations.

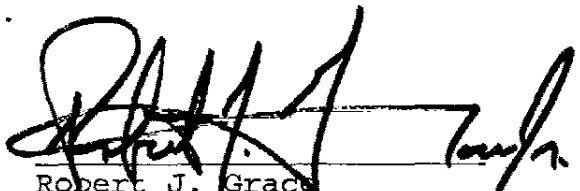
Witness my hand and official seal in the county and state
named above, this 2nd day of April, 2007



My commission expires:

CONSENT TO APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for the above corporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligations of Section 607.0505, Florida Statutes (2002).


Robert J. Grace
Registered Agent

FILED
04 MAY 17 PM 12:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA