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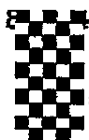
DIVISION OF CORPORATIONS

BASIC AMENDMENT

NATIONAL COUNCIL ON COMPENSATION INSURANCE, INC.

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AMEND  
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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

July 18, 2000

NATIONAL COUNCIL ON COMPENSATION INSURANCE, INC.  
750 PARK OF COMMERCE DRIVE  
BOCA RATON, FL 33487

SUBJECT: NATIONAL COUNCIL ON COMPENSATION INSURANCE, INC.  
REF: N93000001355

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6880.

Karen Gibson  
Corporate Specialist

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Division of Corporations - P.O. BOX 6827 - Tallahassee, Florida 32314

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TALLAHASSEE, FLORIDA  
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**ARTICLES OF AMENDMENT  
TO  
AMENDED ARTICLES OF INCORPORATION OF  
THE NATIONAL COUNCIL ON COMPENSATION INSURANCE, INC.  
A FLORIDA CORPORATION NOT FOR PROFIT**

Pursuant to Sections 617.1002 and 617.1006 of the Florida Not for Profit Corporation Act (the "Act"), the Amended Articles of Incorporation of The National Council on Compensation Insurance, Inc., a Florida corporation not for profit (the "Corporation"), are hereby amended according to these Articles of Amendment:

1. The name of the Corporation is The National Council on Compensation Insurance, Inc.

2. The Articles of Incorporation of the Corporation were filed on March 19, 1993.

3. On September 21, 1999, upon the filing of Articles of Amendment, the Articles of Incorporation of the Corporation were deleted in their entirety and replaced with Amended Articles of Incorporation (the "Amended Articles").

4. Article SIXTH of the Amended Articles reads:

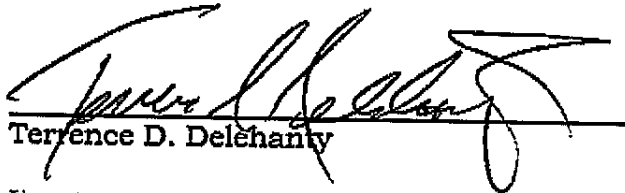
Provisions for the distribution of assets on dissolution shall be stated in the Bylaws.

5. Article SIXTH of the Amended Articles is amended in its entirety to read as follows:

Provisions for the distribution of assets upon the dissolution or final liquidation of the Corporation shall be as stated in the Amended and Restated Bylaws of the Corporation. Pursuant to Section 617.0505 of the Act and in the manner permitted therein, the Corporation also may make one or more distributions to its members upon partial liquidation of the Corporation.

6. The foregoing Articles of Amendment (a) were adopted and approved by the Board of Directors of the Corporation on January ~~20th~~, 2000, and (b) were adopted and approved by the affirmative vote of a majority of the members of the Corporation having voting rights, and the number of votes cast in favor of the Articles of Amendment was sufficient for its approval.

IN WITNESS WHEREOF, the undersigned officer of the Corporation has executed this instrument this 11 day of July, 2000.

  
Terrence D. Delahanty  
Its: General Counsel / Secretary