

P95000004249



Bankers Insurance Company/Bankers Life Insurance Company of Florida

January 5, 1995

Secretary of State
Corporate Records Bureau
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

8000013813008
-01/17/95--01009--006
*****70.00 *****70.00

RE: Articles of Incorporation of NATIONAL ENVIRONMENTAL REVIEW
SERVICES, INC.

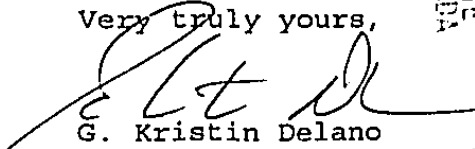
Dear Sir:

Enclosed please find the original and one (1) copy of the
Articles of Incorporation with reference to the above corporation
and the original Certificate of Designation of Resident Agent
together with our check in the amount of \$70.00 to cover the
following fees:

Filing Fee	35.00
Registered Agent Fee	35.00
	<u>\$ 70.00</u>

Please file the original and return the stamped copy of the
Articles to me.

Very truly yours,


G. Kristin Delano
Corporate Secretary and
General Counsel

GKD/nh

cc: Edwin C. Hussemann
Kelly K. King

Handwritten:
P95-4249
1/12/95

G:\NERS\SOS.LTR\January 5, 1995

ARTICLES OF INCORPORATION
OF
NATIONAL ENVIRONMENTAL REVIEW SERVICES, INC.

FILED
1995 JAN 13 AM 9:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED HEREBY MAKE, SUBSCRIBE, ACKNOWLEDGE AND FILE THIS CERTIFICATE FOR THE PURPOSE OF BECOMING A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I.

NAME

The name of this corporation is National Environmental Review Services, Inc..

ARTICLE II.

PURPOSE

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III.

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 10,000 shares of common stock at \$.10 per share par value.

ARTICLE IV.

DURATION

This corporation is to exist perpetually.

ARTICLE V.

COMMENCEMENT OF CORPORATE EXISTENCE

The existence of this corporation shall commence upon filing with the Secretary of State's office.

ARTICLE VI.

PRINCIPAL OFFICE AND REGISTERED AGENT

The principal office of the corporation shall be located at 360 Central Avenue, St. Petersburg, Pinellas County, Florida 33701.

The name and street address of the initial registered agent of the corporation in the State of Florida is: G. Kristin Delano, 360 Central Avenue, St. Petersburg, FL 33701. The Board of Directors may, from time to time, appoint a substitute registered agent and move the registered office or the principal office, or both, to any other address in the State of Florida.

ARTICLE VII.

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) or more director(s) as provided by the By-Laws. Initially, this corporation shall have four (4) directors, the names of whom are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Robert M. Menke	360 Central Ave, St. Petersburg, FL
David K. Meehan	360 Central Ave, St. Petersburg, FL
Edwin C. Hussemann	360 Central Ave, St. Petersburg, FL
G. Kristin Delano	360 Central Ave, St. Petersburg, FL

ARTICLE VIII.

OFFICERS

The names and addresses of the officers of this corporation are as follows:

<u>NAME AND OFFICE</u>	<u>ADDRESS</u>
Robert M. Menke, Chairman	360 Central Avenue, St. Petersburg, FL 33701
David K. Meehan, President	360 Central Avenue, St. Petersburg, FL 33701
Kathleen M. Batson, S.V.P.	360 Central Avenue, St. Petersburg, FL 33701
David M. Howard, V.P.	360 Central Avenue, St. Petersburg, FL 33701

Edwin C. Husemann, Treasurer 360 Central Avenue,
St. Petersburg, FL 33701

G. Kristin Delano, Secretary 360 Central Avenue,
St. Petersburg, FL 33701

ARTICLE IX.

INDEMNIFICATION

The corporation shall indemnify all directors and officers, whether or not then in office, who are or become a party, or are threatened to be made a party, to any threatened, pending or completed action, suit or proceedings, whether civil, criminal, administrative or investigative by reason of the fact that such person is or was a director or officer, or is or was serving at the request of the corporation as an officer or director against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit or proceeding, including any appeal thereof; provided, however, that there shall be no indemnification against gross negligence or willful misconduct.

ARTICLE X.

BY-LAWS

The initial By-Laws shall be adopted by the Board of Directors. The power to alter, amend or repeal the By-Laws or adopt new By-Laws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE XI.

AMENDMENT

The right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, is reserved to the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XII.

INCORPORATORS

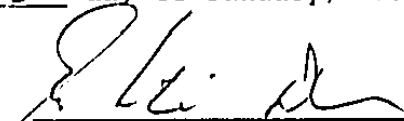
The names and addresses of the incorporators of this corporation are:

NAME ADDRESS

G. Kristin Delano 360 Central Ave, St. Petersburg, FL

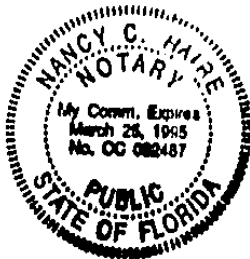
IN WITNESS WHEREOF, these Articles of Incorporation have been signed, as Incorporator, by: G. Kristin Delano.


Dated this 6th day of January, 1995.


G. Kristin Delano

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 6th day of January, 1995, by G. Kristin Delano, as Incorporator of National Environmental Review Services, Inc., a Florida corporation, on behalf of the corporation. He is personally known to me or who has produced identification, and did take an oath.




Nancy C. Haire, Notary Public
Serial Number: No. CC 082487
My Commission Expires: 3/25/95

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED


FILED
JAN 13 AM 9:17
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes,
following is submitted, in compliance with said Act:

First -- That National Environmental Review Services, Inc.,
desiring to organize under the laws of the State of Florida with
its principal place of business in Pinellas County, Florida, has
named G. Kristin Delano, located at 360 Central Avenue, St.
Petersburg, FL 33701, as its agent to accept service of process
within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above
stated corporation, at place designated in this certificate, I
hereby accept to act in this capacity, and agree to comply with the
provision of said Act relative to keeping open said office.


G. Kristin Delano, Registered Agent

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ARTICLES OF MERGER
Merger Sheet

MERGING: -----

NATIONAL ENVIRONMENTAL REVIEW SERVICES, INC., a Florida corporation
(Document #P95000004249)

INTO

NATIONAL FLOOD CERTIFICATION SERVICES, INC. which changed its name
to

BANKERS HAZARD DETERMINATION SERVICES, INC., a Florida
corporation, M86460.

File date: June 8, 1995

Corporate Specialist: Louise Flemming-Jackson