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ACCOUNT NO. : 072100000032
 REFERENCE : 925845 4319445
 AUTHORIZATION : *Patricia Piggett*
 COST LIMIT : \$ 70.00

FILED
 00 DEC 13 PM 2:25
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

ORDER DATE : December 8, 2000
 ORDER TIME : 10:26 AM
 ORDER NO. : 925845-005
 CUSTOMER NO: 4319445

CUSTOMER: Ms. Christine D. Greb
 Arthur J. Gallagher & Co.
 Two Pierce Place
 The Gallagher Centre
 Itasca, IL 60143

300003489803--6

FOREIGN FILINGS

NAME: ARTHUR J. GALLAGHER & CO.-
 KANSAS CITY, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds -- EXT# 1133

EXAMINER: _____

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W/ing*

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Arthur J. Gallagher & Co. - Kansas City, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Missouri 3. 36-3884285
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 4/16/93 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification." (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 2345 Grand Boulevard, Suite 800, Kansas City, MO 64108
(Principal office address)

c/o Arthur J. Gallagher & Co., Two Pierce Place, Itasca, IL 60143
(Current mailing address)

Insurance Agency and Brokerage

8.
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301
(City) (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company
[Signature]
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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B. OFFICERS

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Christine D. Greb

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Christine D. Greb, Assistant Secretary

(Typed or printed name and capacity of person signing application)

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Arthur J. Gallagher & Co. - Kansas City, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida" "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

_____ (Name of Person)

_____ (Firm/Company)

_____ (Address)

_____ (City/State and Zip code)

For further information concerning this matter, please call:

_____ at (_____)
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

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No. 00379675

STATE OF MISSOURI



Rebecca McDowell Cook
Secretary of State

CORPORATION DIVISION
CERTIFICATE OF CORPORATE GOOD STANDING

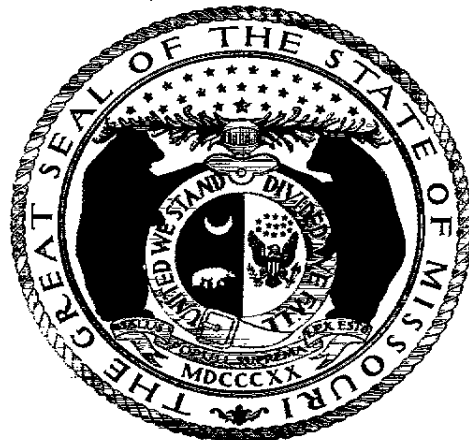
I, REBECCA McDOWELL COOK, Secretary of State of the State of Missouri, do hereby certify that the records in my office and in my care and custody reveal that

ARTHUR J. GALLAGHER & CO. - KANSAS CITY, INC.

was incorporated under the laws of this State on the 16th day of APRIL, 1993, and is in good standing, having fully complied with all requirements of this office.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 11th day of DECEMBER, 2000.

Rebecca McDowell Cook
Secretary of State



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TALLAHASSEE, FLORIDA