

Marsh & McLennan Securities Corporation
1166 Avenue of the Americas, 36th Floor
New York, NY 10036
Phone 212 345 2000
Fax 212 345 2727

822712

MARSH &
MCLENNAN
SECURITIES

VIA FIRST CLASS MAIL

February 20, 2002

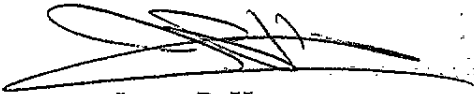
Amendment Section
Florida Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Ladies and Gentlemen:

Enclosed please find 2 original copies of Marsh & McLennan Securities Corporation's application to withdraw its foreign corporation authorization in Florida. I have also attached a check in the amount of \$35 as filing fee.

If you have any questions regarding this application, please do not hesitate to contact the undersigned at (212) 345-6183.

Best regards,



James P. Huang
Assistant Counsel

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FILED
02 FEB 25 AM 10:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

822712-01
28 FTW
2-25-02

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL
OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS
IN FLORIDA**

Marsh & McLennan Securities Corporation

(Name of Corporation)

Delaware

(Incorporated Under Laws Of)

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address for the corporation:

1166 Avenue of the Americas, 19th Fl.


(Mailing Address)

New York, NY 10036

(City/ State /Zip)

FILED
02 FEB 25 AM 10:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The corporation agrees to notify the Department of State in the future of any change in its mailing address.



Signature of the chairman or vice chairman of the board,
president, or any officer, or if the corporation is in the hands of a
receiver, trustee, or other court-appointed fiduciary, by that fiduciary.

Chief Counsel

Title

Molly A. McQueen

Typed or printed name

2/20/2002

Date