

Document Number Only

F00000000554

C T CORPORATION SYSTEM

Requestor's Name
660 East Jefferson Street

Address
Tallahassee, FL 32301 (850)222-1092
City State Zip Phone

CORPORATION(S) NAME

400003116274--2
-01/31/00--01097--011
*****70.00 *****70.00

Marsh USA, Inc. (Virginia)

☒ Profit
☐ NonProfit
☒ Limited Liability Company
☐ Foreign

☐ Amendment

☐ Merger

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

☐ Limited Liability Partnership

☐ Fictitious Name

☐ Certified Copy

☐ Photo Copies

☐ CUS

☐ Call When Ready

☐ Call if Problem

☐ After 4:30

☐ Walk In

☐ Will Wait

☐ Pick Up

☐ Mail Out

Name
Availability

Document
Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier

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FILE STAMPED
THANKS

LAURA EARNEST

CERTIFICATE

OF

THE

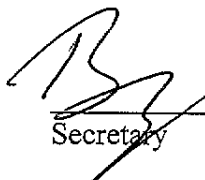
SECRETARY

SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN 31 PM 3:38

I, Barry W. Furst, Secretary of Marsh USA Inc., a Virginia corporation, (the "Corporation") do hereby certify that attached hereto is a true and correct copy of the resolutions as approved, ratified and confirmed by unanimous written consent of the Board of Directors of the Corporation on August 30, 1999, which resolutions have neither been amended nor rescinded and are in full force and effect as of the date hereof.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 17th day of

September, 1999.


Secretary

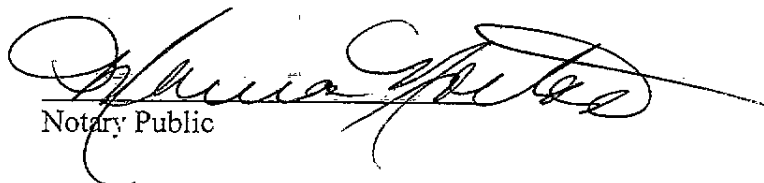
(Corporate Seal)

State of New York)

)ss.: —

County of New York)

On the 17th day of September, 1999, before me personally came Barry W. Furst, to me known to be the individual described in and who executed this instrument, and acknowledged the he executed the same.


Notary Public

MAURA NORTON
Notary Public, State of New York
No. 41-4858604
Qualified in Queens County
Certificate filed in New York County
Commission Expires May 5, 2000

MARSH USA INC.
(a Virginia corporation)

RESOLVED, that Marsh USA Inc., organized and existing in the State of Virginia, hereby adopts the fictitious name "Marsh USA Inc. (Virginia)" for use in any and all states for all purposes; and further

RESOLVED, that the officers of the corporation are authorized and directed to take all steps that they deem necessary and appropriate to qualify the corporation to do business within the any and all states under the name "Marsh USA Inc. (Virginia)".

FILED
JAN 31 PM 3:38
SECRETARY OF STATE
DIVISION OF CORPORATIONS

**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.

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1. Marsh USA 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. Virginia

(State or country under the law of which it is incorporated)

3. 54-0632797

(FEI number, if applicable)

4. April 19, 1954

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. UPON QUALIFICATION

(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, and 817.155, F.S.))

7. 1166 Avenue of the Americas, New York, New York 10036

(Current mailing address)

8. Insurance Brokerage

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

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

Name: C T CORPORATION SYSTEM

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324

(Zip code)

10. Registered agent 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 obligation of my position as registered agent.

C T CORPORATION SYSTEM

(Registered agent's signature)

Jonathan R. Giddings
Assistant Secretary

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.

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: See the attached list of directors

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Roger E. Egan

Address: 1166 Avenue of the Americas, New York, New York 10036

Vice President: _____

Address: _____

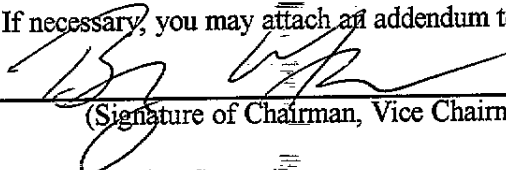
Secretary: Barry W. Furst

Address: 1166 Avenue of the Americas, New York, New York 10036

Treasurer: _____

Address: _____

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

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Barry W. Furst, Secretary
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN 31 PM 3:38

Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

MARSH USA INC. is a corporation existing under and by virtue of the laws of Virginia, and is in good standing.

The date of incorporation is April 19, 1954.

Nothing more is hereby certified.

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DIVISION OF CORPORATIONS
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*Signed and Sealed at Richmond on this Date:
January 5, 2000*



Joel H. Peck

Joel H. Peck, Clerk of the Commission