CORPORATION (S) NAME	/
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Marsh	USA	Inc.

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() Profit	() Amendment	() Merger
()/Nonprofit		<u>0</u>
(VForeign	() Dissolution/Withdrawal	() Mark
	() Reinstatement	() Other () Change of RA () UCC () CUS
() Limited Partnership	() Annual Report	() Other Fam = M
()LLC	() Name Registration	() Change of RA
	() Fictitious Name	() UCC : ::::::::::::::::::::::::::::::::
() Certified Copy	() Photocopies	() CUS
() Call When Ready	() Call If Problem	() After 4:30
(x) Walk In	() Will Wait	(x) Pick Up
() Mail Out	· ·	· · · · ·
Name	6/11/02	Order#: 5394631
Availability		
Document	- · ·	7000057535471 -05/11/0201070002
Examiner	pres	• Ref#: *****70.00 ******70.00
Updater		
Verifier		
W.P. Verifier		Amount: \$
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660 East Jefferson Street Tallahassee, FL 32301 Tel. 850 222 1092 Fax 850 222 7615

CERTIFICATE

OF

THE

ASSISTANT SECRETARY

OF

MARSH USA INC.

I, Mark J. Dallara, Assistant Secretary of Marsh USA Inc., a Louisiand corporation (the "Corporation"), do hereby certify that attached hereto is a true and correct copy of the resolutions adopted by the unanimous written consent of the Board of Directors of the Corporation effective August 30, 1999, which resolutions have neither been amended nor rescinded and are in full force and effect as of the date hereof.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 this 6th day of June, 2002.

Mark J. Dallara Assistant Secretary

State of New York))ss.: County of New York) Westehadd

On this <u>6</u> day of <u>faws</u>, 2002, before me personally came Mark J. Dallara, known to me to be the Assistant Secretary of Marsh USA Inc., who acknowledged to me that he executed the foregoing instrument.

Notary Public

MARIA NAVA Notary Public, State of New York No. 31-4765284 Qualified in Westchester County Certificate Filed in New York County Term Expires March 30, 20

MARSH USA INC. (a Louisiana corporation)

RESOLVED, that Marsh USA Inc., organized and existing in the State of Louisiana, hereby adopts the fictitious name "Marsh USA Inc. (Louisiana)" 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. (Louisiana)".



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 In	nc.		_	_	. .				_	-
words or abbre	oration; must include the word "INCORPOR eviations of like import in language as will cl or partnership if not so contained in the nam	early	v indicate that	ANY", ' t it is a co	CORPO prporation	RATION" n instead of	or fa		· · · · ·	· · ·
2. Louisiana		3.	72 -	0576	936					
(State or coun	try under the law of which it is incorporated)					if applicat	ole)			
4. 02/07/1950		5	Perpetual					_ 5	2	
(Da	ate of incorporation)		(Duration:	Year con	rp. will co	ease to exis	st or "perp	etuar")	NSEO	-
6. Doon an	alification							JUH	WRE T	-
	sacted business in Florida. If corporation has					insert "upo	on qualific	vation,")		-
	(SEE SECTIONS 607.1	501	, 607.1502 a	nd 817.15	55, F.S.)	-		P	NB GLC	- -
7. 909 Poydras S	St., Ste 1400, New Orleans, LA 70112								ORA	
	(Principal office	addr	ress)				-	7:		
same		-						.	ວ ທີ່ 	~·~~
	(Current mailing	addr	ress)							-
	ance brokerage.	r coi	untry to be ca	arried out	in state of	of Florida)			· •= •	
9. Name and <u>st</u>	reet address of Florida registered age	nt:	(P.O. Box o	or Mail I	Drop Boz	x <u>NOT</u> ac	ceptable))		_
Name:	C T Corporation System									_
					-				,	<u>-</u>
Office Address:	1200 South Pine Island Road							•	·	,=-
	Plantation		. Flori	la 33324	Ļ					
	(City)		,		p code)	-				
Having been na designated in thi further agree to	agent's acceptance: med as registered agent and to accept so is application, I hereby accept the appo comply with the provisions of all statut familiar with and accept the obligation	intm es re	ent as regi elative to th	stered ag e propei	gent and r and co	l agree to mplete pe	act in th	is capaci	ace ty. I	-
·, ······ x with	January and accept the congutor					3				

C T Corporation System Jonathan R. Giddings Assistant Secretary WATA By: (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 ATTACHMENT Address: ____ Vice Chairman: Address: ____ Director: _ 1 3 Address: ___ Director: Address: _ **B. OFFICERS** President: SEE ATTACHMENT Address: ____ Vice President:

Address: 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)

Dallara Assistant Secretary Mark 14. (Typed or printed name and capacity of person signing application)

Address: _

Secretary:

MARSH USA INC.

OFFICERS

President

Secretary

Roger E. Egan

Kenneth Padgett

Vice President

Barry W. Furst

Assistant Secretaries

Mark J. Dallara Barry J. Kerschner

Patricia Hagemann

Roger A. Szajngarten

02 JUN

Chief Financial Officer

Treasurer

Assistant Treasurers

Karen Farrell Lynn Faulhaber Joseph F. Meyer David Pasquerella Stephen Piccininni

DIRECTORS

Roger E. Egan Joseph D. Salerno Walter Tomenson, Jr.

Office Address:

1166 Avenue of the Americas New York, New York 10036

