

# F02000005198



ACCOUNT NO. : 072100000032

REFERENCE : 764477 7193871

AUTHORIZATION : *Patricia Pizuto*

COST LIMIT : \$ 70.00

ORDER DATE : September 30, 2002

ORDER TIME : 10:45 AM

ORDER NO. : 764477-055

CUSTOMER NO: 7193871

900008404229--1

CUSTOMER: Ms. Diane Cahill  
Sedgwick Claims Management  
1100 Ridgeway Loop Road  
Suite 200  
Memphis, TN 38120

FOREIGN FILINGS

NAME: SEDGWICK CMS VENTURES, INC.

XXXX QUALIFICATION (TYPE: CO)

FILED  
02 OCT 16 PM 1:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Name PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

Availability	CERTIFIED COPY
Document <u>XX</u>	PLAIN STAMPED COPY
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Updater	DCC
Updater CONTACT PERSON:	Darlene Ward -- EXT# 1135
Verifier	DCC
Acknowledgement	DCC
P. Verifier	DCC

EXAMINER: \_\_\_\_\_

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5 pages

**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. SEDGWICK CMS VENTURES, 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. Delaware 3. 47-0862631  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. April 15, 2002 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.)

c/o General Counsel, 1100 Ridgeway Loop Road  
7. Memphis, TN 38120  
(Principal office address)

Same as Above  
(Current mailing address)

8. The business of providing insurance claims administration and adjusting. engage in any act or activity for which corporations may be organized.  
(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

By: Heborah M. Skipper  
(Registered agent's signature)

Assistant Vice President

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. Paul J. Posey, Jr.  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Paul J. Posey, Jr., Secretary  
(Typed or printed name and capacity of person signing application)

## OFFICERS/DIRECTORS RIDER

FL-Application by Foreign Corporation for Authorization

SEDGWICK CMS VENTURES, INC.

### List of Officers

**Name:** David A. North, Jr. **Title:** President  
**Bus. Addr.:** 1100 Ridgeway Loop Road, Memphis, TN 38120

**Name:** Paul J. Posey, Jr. **Title:** Secretary  
**Bus. Addr.:** 1100 Ridgeway Loop Road, Memphis, TN 38120

**Name:** James B. Wiertelak **Title:** Exec. V. Pres.  
**Bus. Addr.:** 1100 Ridgeway Loop Road, Memphis, TN 38120

**Name:** Donald W. Burkett **Title:** Treasurer  
**Bus. Addr.:** 1100 Ridgeway Loop Road, Memphis, TN 38120

### List of Directors

**Name:** David A. North, Jr. **Term:**  
**Bus. Addr.:** 1100 Ridgeway Loop Road, Memphis, TN 38120

**Name:** Paul J. Posey, Jr. **Term:**  
**Bus. Addr.:** 1100 Ridgeway Loop Road, Memphis, TN 38120

**Name:** James B. Wiertelak **Term:**  
**Bus. Addr.:** 1100 Ridgeway Loop Road, Memphis, TN 38120

**Name:** Donald W. Burkett **Term:**  
**Bus. Addr.:** 1100 Ridgeway Loop Road, Memphis, TN 38120

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# Delaware

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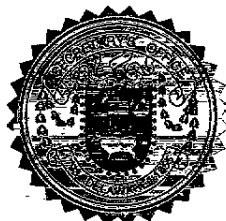
*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SEDGWICK CMS VENTURES, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTEENTH DAY OF OCTOBER, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "SEDGWICK CMS VENTURES, INC." WAS INCORPORATED ON THE FIFTEENTH DAY OF APRIL, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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02 OCT 16 PM 1:30  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

3514614 8300

AUTHENTICATION: 2034250

020634868

DATE: 10-15-02