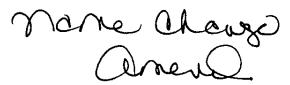
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| (Requestor's Name)                      |         |
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| (City/State/Zip/Phone #)                |         |
| PICK-UP WAIT                            | MAIL    |
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| (Business Entity Name)                  |         |
|   |         |
| (Document Number)                       |         |
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| Certified Copies Certificates of Statu  |         |
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| Special Instructions to Filing Officer: |         |
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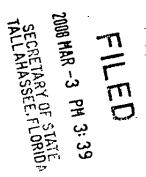
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3/5/08

#### **COVER LETTER**

| TO:           | Amendment Section Division of Corporations                 |   |
|---------------|--|---|
| SUBJ          | ECT: Jardine Lloyd Thompson Benefits (Name o               | nc.<br>of Corporation)  |
| DOC           | UMENT NUMBER: F04000003893                                 |   |
|               | nclosed Amendment and fee are submi                        | tted for filing   |
|               |  | -   |
| Please        | e return all correspondence concerning                     | this matter to the following:   |
| Jay So        | carborough   |   |
|               | (Name of Contact Person)                                   | <del></del>   |
| מ ד וו        | e (North America) Inc.                                     |   |
| JE! K         | (Firm/Company)   |   |
|               |  |   |
| 22 Cer        | ntury Hill Drive, Suite 102 (Address)                      |   |
|               | (1100.003)   |   |
| Lathar        | n, NY 12110  | <del></del>   |
|               | (City/State and Zip Code)                                  |   |
| For fu        | orther information concerning this matt                    | er, please call:  |
| lav Se        | carborough   | at ( 518 ) 782-3173   |
| Jay J         | (Name of Contact Person)                                   | (Area Code & Daytime Telephone Number)  |
|               |  |   |
| Enclo         | sed is a check for the following amour                     | it:   |
| <b>Y</b>      | \$35.00 Filing Fee & Certificate of Status                 | \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)  \$52.50 Filing Fee. Certificate of Status & Certified Copy (Additional copy is enclosed) |
| Amen<br>Divis | ng Address:  Idment Section  ion of Corporations  Box 6327 | Street Address: Amendment Section Division of Corporations Clifton Building   |
|               | nassee, FL 32314   | 2661 Executive Center Circle  |

Tallahassee, FL 32301

## PROFIT CORPORATION APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO 'APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

(Pursuant to s. 607.1504, F.S.)

|  | SECT<br>(1-3 MUST BE   | TION I<br>COMPLETED)  | TALLAHASS   |
|--|--|---|---|
|  | F04000003893   |   | 翌第二   |
|  | (Document number of  | corporation (if known)  | R-3 PH<br>ETARY OF  |
| J. Jardine Lloyd Thompson Bene   | fits Inc.  |   |   |
| (Name  | of corporation as it appears on  | the records of the Department of State)   | 3. 39   |
| Delaware   |  | 3. July 9, 2004   | *   |
| (Incorporated  | under laws of)   | (Date authorized to do busi   | iness in Florida)   |
|  | SECTI<br>(4-7 COMPLETE ONLY TH   | ION II<br>E APPLICABLE CHANGES)   |   |
| 4. If the amendment changes th   | e name of the corporation,   | when was the change effected un-  | der the laws of   |
| its jurisdiction of incorporat   | on? February 25, 2008  | · · · · · · · · · · · · · · · · · · ·   |   |
| Jardine Lloyd Thompson Insur   | ance Services, Inc.  |   |   |
| (Name of corporation after t appropriate abbreviation, it                                    | ne amendment, adding suff<br>not contained in new name                                     | ix "corporation," "company," or to of the corporation)  | "incorporated," or  |
| (If new name is unavailable i business in Florida)   | n Florida, enter alternate co  | orporate name adopted for the pur   | pose of transacting                                       |
| 6. If the amendment changes th   | e period of duration, indica   | ate new period of duration.   |   |
|  | (New di  | uration)  |   |
| 7. If the amendment changes th   | e jurisdiction of incorporat   | ion, indicate new jurisdiction.   |   |
|  | (New jur   | risdiction)   |   |
| 3. Attached is a certificate or d 90 days prior to delivery of t having custody of corporate | ocument of similar import,<br>he application to the Depar<br>records in the jurisdiction t | evidencing the amendment, authe tment of State, by the Secretary ounder the laws of which it is incor | nticated not more than f State or other official porated. |
| (Signature of a director, proof a receiver or other could                                    | esident or other officer - if in the<br>1 appointed fiduciary, by that fid                 | e hands<br>luciary)   |   |
| Jay Scarborough  |  | Secretary   |   |
| (Typed or printed nan  | e of person signing)   | (Title of person sign   | ing)  |

### Delaware

PAGE 1

#### The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "JARDINE LLOYD THOMPSON BENEFITS INC.", CHANGING ITS NAME FROM "JARDINE LLOYD THOMPSON BENEFITS INC." TO "JARDINE LLOYD THOMPSON INSURANCE SERVICES, INC.", FILED IN THIS OFFICE ON THE TWENTY-FIFTH DAY OF FEBRUARY, A.D. 2008, AT 11:12 O'CLOCK A.M.

3823129 8100

080227022

You may verify this cortificate online at corp.delaware.gov/authver.shtml

Darriet Smile Hinden

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6407587

DATE: 02-26-08

State of Delaware Secretary of State Division of Corporations Delivered 11:12 AM 02/25/2008 FTLED 11:12 AM 02/25/2008 SRV 080214431 - 3823129 FILE

### STATE OF DELAWARE CERTIFICATE OF AMENDMENT OF CERTIFICATE OF INCORPORATION

| V. V.  |
|--|
| The corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware does hereby certify:  FTRST: That at a meeting of the Board of Directors of   |
| dardine Lloyd Thompson Benefits Inc. resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of said corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:  |
| RESOLVED, that the Certificate of Incorporation of this corporation be amended   |
| by changing the Article thereof numbered "First" so that, as   |
| amonded, said Article shall be and read as follows:  |
| FIRST: The name of the corporation is "Jardine Lloyd Thompson Insurance Services, Inc." (hereinafter referred to as the "corporation").  |
| SECOND: That thereafter, pursuant to resolution of its Board of Directors, a special meeting of the stockholders of said corporation was duly called and held upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware at which meeting the necessary number of shares as required by statute were voted in favor of the amendment.  THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware. |
| IN WITNESS WHEREOF, said corporation has caused this certificate to be   |
| signed this 25th day of February , 2008 .  |
| By:  Adilhorized Officer  Title: Secretary  Name: Jay Scarborough  Print or Type   |
| rism or Type   |