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Florida Department of State
Division of Corporations
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To:
Division of Corporations
Fax Number : (850) 205-0383

From:
Account Name : C T CORPORATION SYSTEM
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Phone : (850) 222-1092
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04 OCT 28 PM 12:53
DIVISION OF CORPORATIONS

FOREIGN PROFIT QUALIFICATION

Benmark, Inc.

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
| Certified Copy | 0 |
| Page Count | 06 |
| Estimated Charge | \$70.00 |

04 OCT 28 AM 11:42

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

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OCT-28-2004 10:00

CT CORPORATION

P.02/06
P.02

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Benchmark, Inc.

(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Shana Whisler

(Name of Person)

Benchmark, Inc.

(Firm/Company)

11440 Tomahawk Creek Pkwy

(Address)

Leawood, KS 66211

(City/State and Zip code)

For further information concerning this matter, please call:

Shana Whisler

(Name of Person)

at (913) 234-1795

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- | | | | |
|---|--|---|---|
| <input type="checkbox"/> \$70.00 Filing Fee | <input type="checkbox"/> \$78.75 Filing Fee & Certificate of Status | <input type="checkbox"/> \$78.75 Filing Fee & Certified Copy | <input type="checkbox"/> \$87.50 Filing Fee, Certificate of Status & Certified Copy |
|---|--|---|---|

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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

1. Beamark, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Georgia

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

3. 58-1540514

(FEI number, if applicable)

4. 02/16/1984

(Date of incorporation)

5. Perpetual

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

6. Upon Qualification

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 1100 Circle 75 Parkway, Suite 320, Atlanta, GA 30339

(Principal office address)

11440 Tomahawk Creek Pkwy Leawood, KS 66211

(Current mailing address)

8. Provide brokerage and consultation services relating to benefits and insurance.

(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 NOT acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation

(City)

, Florida

33324

(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.

CT Corporation System

CONNIE BRYAN

SPECIAL ASSISTANT SECRETARY

By: Connie Bryan

(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.

12. Names and business addresses of officers and/or directors:

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STATE OF FLORIDA
DIVISION OF CORPORATE AFFAIRS

A. DIRECTORSChairman: SEE ATTACHMENT

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERSPresident: SEE ATTACHMENT

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. Nancy M. Mellard

(Signature of Director or Officer listed in number 12 of the application)

14. Nancy M. Mellard, Assistant Secretary

(Typed or printed name and capacity of person signing application)

DIVISION OF CORPORATE AFFAIRS
04 OCT 28 AM 11:42

BENMARK, INC.
List of Officers and Directors
State of Georgia

Jerome P. Grisko, Jr.
Director & Executive Vice President
6050 Oak Tree Blvd. S.
Suite 500
Cleveland, OH 44131

Nancy M. Mellard
Assistant Secretary
11440 Tomahawk Creek Parkway
Leawood, KS 66211

Roger L. Hauge
Chief Executive Officer
1100 Circle 75 Parkway #320
Atlanta, GA 30339

Rebecca B. Keenum
President & Chief Operating Officer
1100 Circle 75 Parkway #320
Atlanta, GA 30339

Robert A. O'Byrne
Executive Vice-President
11440 Tomahawk Creek Parkway
Leawood, KS 66211

Stephen D. Whipple
Executive Vice-President & Chief
Financial Officer
1100 Circle 75 Parkway #320
Atlanta, GA 30339

Russell D. Compton
Vice President
6050 Oak Tree Blvd. S.
Suite 500
Cleveland, OH 44131

David S. Azzolina
Treasurer
6050 Oak Tree Blvd. S.
Suite 500
Cleveland, OH 44131

Michael W. Gleespen
Secretary
6050 Oak Tree Blvd. S.
Suite 500
Cleveland, OH 44131

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DIVISION OF CORPORATIONS

Secretary of State
Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

CONTROL NUMBER : 3402363
 DATE INC/AUTH/FILED : 02/16/1984
 JURISDICTION : GEORGIA
 EXIST DATE : 10/19/2004
 FORM NUMBER : 111

CT CORPORATION SYSTEM
 RUDENE MEMBERT
 1201 PEACHTREE STREET, N.E.
 ATLANTA, GA 30361

CERTIFICATE OF EXISTENCE

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that as of the above print date

is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated

said entity was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date and has not filed articles of dissolution, certificate of cancellation or any other similar document with the Office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the print date above. It does not certify whether or not a notice of intent to dissolution, application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This information is electronically transmitted, issued and certified in accordance with the Georgia Electronic Records and Signature Act and Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.

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Cathy Cox
 Cathy Cox
 Secretary of State

TOTAL P.06

TOTAL P.06