E980000001874

ACCOUNT NO.   :   072100000032

REFERENCE   :   757190   170015A

AUTHORIZATION :   *Kurt Halverson*

COST LIMIT   : $ 70.00

ORDER DATE : March 26, 1998

ORDER TIME : 12:45 PM

ORDER NO. : 757190-005

CUSTOMER NO: 170015A

CUSTOMER: Kay Manning, Esq
           Crump Insurance Services,inc.
           7557 Rambler Road   100002475691--7
           Suite 350
           Dallas, TX 75231-4163

FOREIGN FILINGS

NAME: CRUMP OF NEW JERSEY, INC.

XXXX QUALIFICATION   (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_____   CERTIFIED COPY
XX_____ PLAIN STAMPED COPY
_____   CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrew Cumper

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. Crump of New Jersey, 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. New Jersey
   (State or country under the law of which it is incorporated)

3. 22-3567488
   (FEI number, if applicable)

4. February 20, 1998
   (Date of Incorporation)

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

6. March 1, 1998
   (Date first transacted business in Florida. *(See sections 607.1501, 607.1502, and 817.155, F.S.)*

7. 485 Route 1 South, Plaza E, Iselin, NJ 08830

   (Current mailing address)

8. the business of 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: Corporation Service Company

   Office Address: 1201 Hays Street

   Tallahassee , Florida, 32301
   (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: _Rachel Denny_
(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 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: _____ Orville D. Jones _____

Address: _____ 7557 Rambler Road, Dallas, TX 75231 _____

Vice Chairman: _____

Address: _____

Director: _____ Marcus Payne _____

Address: _____ 7557 Rambler Road, Dallas, TX 75231 _____

Director: _____ Charles J. Ciccarelli _____

Address: _____ 485 Route 1 South, Plaza E, Iselin, NJ 08830 _____

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

President: _____ Charles J. Ciccarelli _____

Address: _____ 485 Route 1 South, Plaza E, Iselin, NJ 08830 _____

Vice President: _____ William Dixon, Senior Vice President _____

Address: _____ 485 Route 1 South, Plaza E, Iselin, NJ 08830 _____

Secretary: _____ Kay Manning _____

Address: _____ 7557 Rambler Road, Dallas, TX 75231 _____

Treasurer: _____ Patrick R. O'Brien _____

Address: _____ 7557 Rambler Road, Dallas, TX 75231 _____

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

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

14. Kay Manning, Secretary _____
(Typed or printed name and capacity of person signing application)

STATE OF NEW JERSEY
DEPARTMENT OF STATE
SHORT FORM STANDING

CRUMP OF NEW JERSEY, INC.

I, the Secretary of State of the State of New
Jersey, do hereby certify that the above-named
New Jersey Domestic Profit Corporation was
registered by this office on February 24, 1998.

As of the date of this certificate, said business
continues as an active business in good standing
in the State of New Jersey, and its Annual Reports
are current.

I further certify that the registered agent and
registered office are:

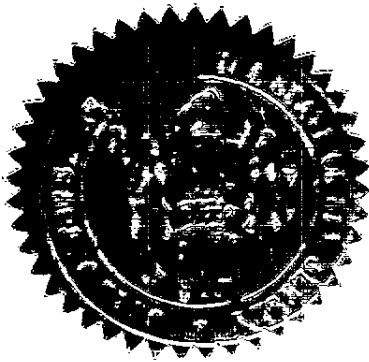Corporation Service Company
830 Bear Tavern Rd
Trenton, NJ 08628

Continued on next page . . .

STATE OF NEW JERSEY
DEPARTMENT OF STATE
SHORT FORM STANDING

CRUMP OF NEW JERSEY, INC.

IN TESTIMONY WHEREOF, I have
hereunto set my hand and
affixed my Official Seal
at Trenton, this
27th day of March, 1998

Lonna R Hooks

LONNA R HOOKS
Secretary of State

98 APR -1 PM 2: 54