



F99000006362

ACCOUNT NO. : 072100000032

REFERENCE : 505202 4319445

AUTHORIZATION :

COST LIMIT : \$ 78.75

ORDER DATE : December 6, 1999

ORDER TIME : 10:24 AM

ORDER NO. : 505202-010

200003065252--1

CUSTOMER NO: 4319445

CUSTOMER: Ms. Christine D. Greb
Arthur J. Gallagher & Co.
Two Pierce Place
The Gallagher Centre
Itasca, IL 60143

Patricia Pizito

FOREIGN FILINGS

NAME: GALLAGHER BENEFIT SERVICES,
INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

99 DEC -9 PM 1:03

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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TALLAHASSEE FLORIDA

*3/12
12/9/99*

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
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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. Gallagher Benefit Services, 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. 36-4291971
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 4/20/99 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. Two Pierce Place
Itasca, IL 60143
(Current mailing address)
Insurance Agency and Brokerage
8. _____
(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
(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: Margaret Pike, Asst. Secretary
(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)

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A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

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. Christine D. Greb
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Christine D. Greb, Assistant Secretary
(Typed or printed name and capacity of person signing application)

GALLAGHER BENEFIT SERVICES, INC.

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Incorporated : Delaware
Date : 04/20/99
% Ownership : 100% Arthur J. Gallagher & Co.
Federal ID # : 36-4291971

CAPITAL STOCK

Common

Price/Par Value: \$1.00

Authorized: 1,000

Outstanding: 1,000

DIRECTORS:

Michael J. Cloherty	Director
James W. Durkin, Jr.	Director
J. Patrick Gallagher, Jr.	Director

OFFICERS:

J. Patrick Gallagher, Jr.	Chairman
James W. Durkin, Jr.	President
Jeffrey P. Angello	Area President
Gail Ann Lynch	Area President
Glenn D. Morrison	Area President
James W. Powell, Jr.	Area President
Peter V. Wright	Area President
J. Michael Brewer	Executive Vice President
Angelo M. Nardi	Executive Vice President
David M. Ziegler	Executive Vice President
John C. Rosengren	Vice President and General Counsel
Michael J. Cloherty	Vice President
David R. Long	Vice President
Dennis M. DeJesu	Area Vice President
John C. Erb	Area Vice President
John K. King	Area Vice President
James J. Murray, Jr.	Area Vice President
James E. Relyea	Area Vice President
William E. Ure	Area Vice President
Jerome P. Zacny	Area Vice President
Gregg R. Aleman	Area Asst. Vice President
David W. Carrell	Area Asst. Vice President
Douglas R. Mize	Area Asst. Vice President
E. John Neumaier	Area Asst. Vice President
Jerry E. Perkins	Area Asst. Vice President
Mark P. Strauch	Treasurer
John J. Caraher	Chief Financial Officer
Michael J. Cloherty	Secretary
Christine D. Greb	Assistant Secretary

Purpose of Business:

Insurance Agency and Brokerage

Primary Address:

Two Pierce Place
Itasca, IL 60143

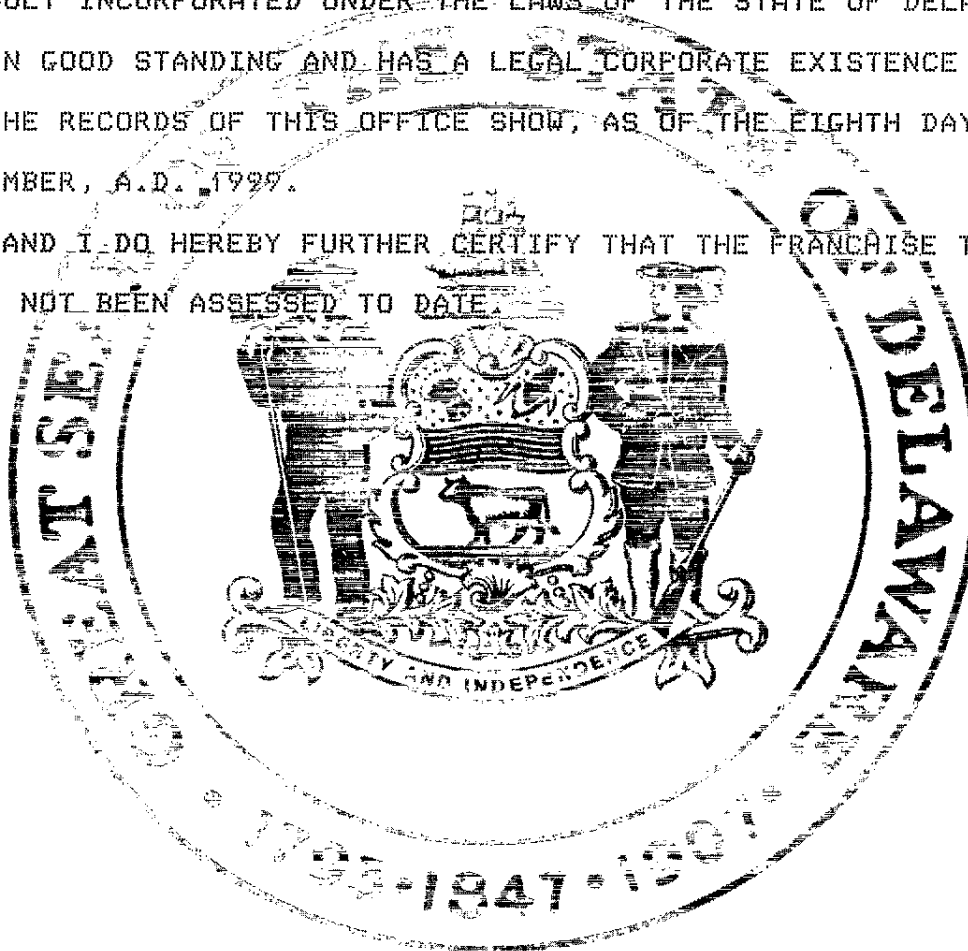
State of Delaware
Office of the Secretary of State

PAGE

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DIVISION OF CORPORATIONS
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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GALLAGHER BENEFIT SERVICES, 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 EIGHTH DAY OF DECEMBER, A.D., 1999.

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



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

3031822 8300

DATE:

0124007

991523405

12-08-99