PIOH35

April 23, 1998

208 South LaSalle Street Chicago, IL 60604 Tel. 312 345 4332 Fax 312 750 0660

Secretary of State Corporate Records Bureau Division of Corporations 409 East Gaines Street Tallahassee, FL 32399 400002507274--1 -05/01/98--01002--012 *****35.00 *****35.00

RE:

AON CONSULTING, INC. (N.J. DOMESTIC)

MERGED: AON CONSULTING, INC. (FLORIDA DOMESTIC)

ALEXANDER & ALEXANDER BENEFITS SERVICES, INC. (NJ DOM.)

CHANGE OF NAME TO: AON CONSULTING, INC. MERGED: AON CONSULTING, INC. (PA DOM.)

Dear Sir/Madam:

Referencing the first named merger, please note that this was filed in your office on April 21, 1998. Evidence of filing was issued indicating that the surviving corporation (Aon Consulting, Inc.-New Jersey Domestic) was not qualified in your state. This was incorrect as the following filings should had been filed on a simultaneous basis:

COMPANY NAME

FILING REQUIREMENT

STEP 1

ALEXANDER & ALEXANDER

(NJ DOM.)

AMENDED APPLICATION TO CHANGE THE NAME TO AON CONSULTING, INC.

CERTIFICATE IN RE MERGER WITH NAME

CHANGE FROM NEW JERSEY

STEP 2

AON CONSULTING INC.

(PA DOM.)

WITHDRAWAL DOCUMENTS IN ORDER TO REMOVE THIS CORPORATION FROM

YOUR RECORDS.

STEP 3

AON CONSULTING INC.

(N.J. DOM.)

ARTICLES OF MERGER WHEREBY THIS IS THE SURVIVING CORPORATION

STEP 4

AON CONSULTING, INC.

(FL. DOM.)

ARTICLES OF MERGER WHEREBY THIS CORPORATION WOULD BE MERGED

OUT OF EXISTENCE AND INTO THE NEW JERSEY CORPORATION.

Is it possible your records could be updated to show the proper order?

New evidence would need to be issued in order to show that the survivor was qualified at the time of the mercer.

Called - tooid

Will not poterred

Nerger # 3-4

A CCH LEGAL INFORMATION SERVICES COMMANY

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DIVISION OF 27 PH 2: 21

CT CORPORATION SYSTEM

Secretary of State of Florida April 27, 1998 Page 2

208 South LaSalle Street Chicago, IL 60604

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Tel. 312 345 4332

Enclosed please find the applicable documents for steps 1 and 2. The filing fees are are enclosed.

Fax 312 750 0660

If you have any questions or require additional information, please contact the undersigned at 1-800-475-1212.

Thank you for your assistance and guidance in this matter.

Very truly yours,

Laura R. Broderick Senior Customer Specialist

/lrb Encl(s) AONLET11

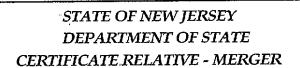
ÀPPLICATION BY FOREIGN CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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SECTION I (1-3 must be completed)

1. Alexander & Alexander Benefits Services Inc.	
Name of corporation as it appears within the records of the Department of State.	
2. Incorporated under laws of: New Jersey	_
3. Date authorized to do business in Florida: June 3, 1986	
SECTION II (4-7 complete only the applicable changes)	
4. If the amendment changes the name of the corporation, when was the chan effected under the laws of its jurisdiction of incorporation?	ge
March 9, 1998	_
5. Name of corporation after the amendment, adding suffix "corporation," "company," corporated," or appropriate abbreviation, if not contained in new name of the corporat	"in- ion:
Aon Consulting, Inc.	
6. If the amendment changes the period of duration, indicate new period of duration.	
No Change	
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction	•
Cirle Denthe April 1, 1998	
Signature Date Name and Title	

Arlene Jeschke, Assistant Secretary-Law

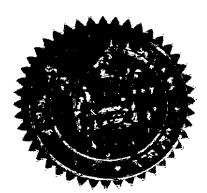


AON CONSULTING INC.

With the Previous or Alternate Name

ALEXANDER & ALEXANDER BENEFITS SERVICES INC.

I, the Secretary of State of the State of New
Jersey, do hereby certify, that the above-named
New Jersey Domestic Profit Corporation did
on the 9th day of March, 1998, file and record
in this department a Certificate of Merger of
Aon Consulting Inc.
Merged Into
Alexander & Alexander Benefits Services Inc.
Changed Name In Merger
into Aon Consulting Inc.
which is the surviving business entity. This certificate
is herein issued as by the statutes of this State required.



IN TESTIMONY WHEREOF, I have

hereunto set my hand and affixed my Official Seal at Trenton, this 21st day of April, 1998

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LONNA R HOOKS
Secretary of State