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DIVISION OF CORPORATIONS
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C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, Florida 32301

City

State

Zip

Phone

000002087780--9
-02/14/97--01035--004
*****70.00 *****70.00

CORPORATION(S) NAME

USIS of Newco, Inc

Profit Articles

☐ NonProfit

☐ Amendment

☐ Merger

☐ Limited Liability Company

☐ Dissolution/Withdrawal

☐ Mark

☐ Foreign

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

☐ Limited Liability Partnership

☐ Fictitious Name

☐ Certified Copy

☐ Photo Copies

☐ CUS

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TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS
SECRETARY OF STATE

CR2E031 (1-89)

D. BROWN FEB 14 1997

STATE OF FLORIDA
ARTICLES OF INCORPORATION
OF
USIS OF NEWCO, INC.

SECRETARY OF STATE
DIVISION OF CORPORATIONS
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FIRST: The corporate name that satisfies the requirements of Section 607.0401 is:

USIS of Newco, Inc.

SECOND: The address of the initial principal office and, if different, the mailing address of the corporation is: c/o C T Corporation System, 1200 South Pine Island Road, Plantation, FL 33324.

THIRD: The number of shares the Corporation is authorized to issue is: 5,000 Shares of Common Stock, \$.01 par value.

FOURTH: Provisions granting preemptive rights are:

No shareholder of the Corporation shall have preemptive rights to acquire unissued shares of the Corporation's stock or other securities.

FIFTH: The street address of the initial Registered Office of the Corporation is: c/o C T Corporation System, 1200 South Pine Island Road, Plantation, FL 33324, and the name of its initial Registered Agent at such address is C T Corporation System.

SIXTH: The number of directors constituting the initial Board of Directors of the Corporation is one, and the name and address of the person who is to serve as director until the first annual meeting of shareholders or until his successor is elected and shall qualify are:

John Addeo
c/o Progressive Plan Administrators - USI
470 Park Avenue South
New York, NY 10016

SEVENTH: The name and address of each Incorporator is:

NAME

ADDRESS

Diane Durant

1735 Market Street, 38th Floor
Philadelphia, PA 19103-7598

The undersigned has (have) executed these Articles of
Incorporation this 6th day of February, 1997.

Diane Durant
DIANE DURANT, Incorporator

Acceptance by the Registered Agent as required in Section
607.0501 (3) F.S.: C T Corporation System is familiar with and
accepts the obligations provided for in Section 607.0505.

C T CORPORATION SYSTEM

By: *Mary Alice Rogers*
Mary Alice Rogers
NAME OF OFFICER
Special Assistant Secretary
TITLE OF OFFICER

Dated: February 6, 1997

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