

# State of Idaho

Office of the Secretary of State

## AMENDED CERTIFICATE OF AUTHORITY

OF

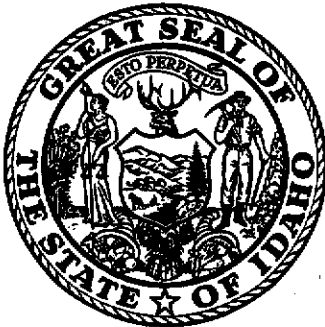
**WATSON WYATT & COMPANY**

File Number C 173621

I, BEN YSURSA, Secretary of the State, hereby certify that an Application for Amended Certificate of Authority, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Amended Certificate of Authority to reflect the name change from WATSON WYATT & COMPANY to **TOWERS WATSON DELAWARE INC.** and attach hereto a duplicate of the application for such amended certificate.

Dated: April 19, 2010



*Ben Yursa*

SECRETARY OF STATE

By

*Sally Lloyd*

FILED EFFECTIVE



# APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY

(Instructions on back of application)

10 APR 19 PM 1:56

SECRETARY OF STATE  
STATE OF IDAHO

To the Secretary of State of the State of Idaho:

Pursuant to Section 30-1-1504, Idaho Code, the undersigned Corporation hereby applies for an amended certificate of authority to transact business in the State of Idaho and for that purpose submits the following statement. Complete only applicable items.

1. A Certificate of Authority was issued to the corporation by your office on: 6/15/2007,  
authorizing it to transact business in the State of Idaho under the name of:  
Watson Wyatt & Company
2. Its corporate name has been changed to: Towers Watson Delaware Inc.
3. The name which it shall use hereafter in the State of Idaho is:  
Towers Watson Delaware Inc.
4. It has changed its jurisdiction of incorporation, without a change of corporate identity to: \_\_\_\_\_

Dated: March 16 2010 Corporation Name: Towers Watson Delaware Inc.

Signature: \_\_\_\_\_

Typed Name: Walter W. BardenwerperCapacity: Secretary

Customer Acct # : \_\_\_\_\_

(If using pre-paid account)

Secretary of State use only

g:\corpform\corpform\amended\cert\authority.pdf  
Revised 07/2002

Web Form

C 173621

IDAHO SECRETARY OF STATE  
04/19/2010 05:00  
CK: 9523 CT: 19533 IN: 1210362  
1 @ 30.00 = 30.00 AMEND CERT # 2  
1 @ 20.00 = 20.00 EXPEDITE C # 3

# Delaware

PAGE 1

## *The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "WATSON WYATT & COMPANY", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "TOWERS WATSON DELAWARE INC.", THE FIFTEENTH DAY OF MARCH, A.D. 2010, AT 6:11 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "WATSON WYATT & COMPANY" WAS INCORPORATED ON THE SEVENTEENTH DAY OF FEBRUARY, A.D. 1958.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

0520826 8320

100306651

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7886092

DATE: 03-23-10