

State of Idaho

Department of State

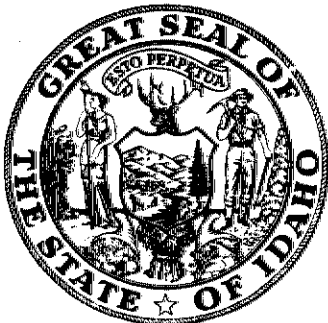
CERTIFICATE OF INCORPORATION OF

SEDGWICK CLAIMS MANAGEMENT SERVICES, INC.
File number C 118217

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: February 10, 1997



Pete T. Cenarrusa
SECRETARY OF STATE

By *Natalie Lamb*

APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

To the Secretary of State of Idaho

The undersigned Corporation applies for a Certificate of Authority and states as follows:

1. The name of the corporation is Sedgwick Claims Management Services, Inc.
2. The name which it shall use in Idaho is _____
3. It is incorporated under the laws of Illinois
4. Its date of incorporation is 12/22/69 and its duration, if other than perpetual, is perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is
230 West Monroe Street, Chicago, IL 60606
6. The address to which correspondence should be addressed, if different than item 5, is
c/o P. Robinson, 1000 Ridgeway Loop Road, Memphis, TN 38120
7. The street address of its registered office in Idaho is 200 North 23rd Street, Boise, Idaho 83702
_____, and its registered agent in Idaho at that address is Corporation Service Company
8. The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are:
the business of insurance brokerage
9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>David A. North</u>	<u>President</u>	<u>230 West Monroe Street Chicago, IL 60606</u>
<u>John E. O'Day</u>	<u>Vice President & Treasurer</u>	<u>1000 Ridgeway Loop Road Memphis, TN 38120</u>
<u>Alan B. Rosenbloom</u>	<u>Secretary</u>	<u>1000 Ridgeway Loop Road Memphis, TN 38120</u>
<u>Pattie J. Robinson</u>	<u>Assistant Secretary</u>	<u>1000 Ridgeway Loop Road Memphis, TN 38120</u>
<u>Quill O. Healey</u>	<u>Director</u>	<u>3333 Peachtree Road, N.E. Atlanta, GA 30326</u>
<u>James B. Wiertelak</u>	<u>Director</u>	<u>1000 Ridgeway Loop Road Memphis, TN 38120</u>

10. The corporation accepts and shall comply with the Constitution and the laws of the State of Idaho.

Dated: February 4, 1997

Sedgwick Claims Management Services, Inc.

(Corporation name)

By Pattie J. Robinson

Its ~~President, Vice President, Secretary or Assistant Secretary~~
(phase specify)

Secretary of State use only

IDAHO SECRETARY OF STATE

DATE 02/10/1997

0900 62480 2

CK #: 5001617 CUST# 66741

AUTH PRO 1@ 100.00= 100.00

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To all to whom these Presents Shall Come, Greeting:

I, George H. Ryan, Secretary of State of the State of Illinois,

do hereby certify that SEDGWICK CLAIMS MANAGEMENT SERVICES, INC., A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE DECEMBER 22, 1969, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE BUSINESS CORPORATION ACT OF THIS STATE RELATING TO THE FILING OF ANNUAL REPORTS AND PAYMENT OF FRANCHISE TAXES, AND AS OF THIS DATE, IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF ILLINOIS*****



In Testimony Whereof, *I hereto set*
my hand and cause to be affixed the Great Seal of
the State of Illinois this _____ **5TH**
day of _____ **FEBRUARY** _____ *A.D., 19* **97**

George H Ryan

SECRETARY OF STATE