

FILED EFFECTIVE

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**APPLICATION FOR  
REGISTRATION OF FOREIGN  
LIMITED LIABILITY COMPANY**

(Instructions on back of application)

07 FEB -5 PM 12:15

SECRETARY OF STATE  
STATE OF IDAHO

1. The name of the limited liability company is:

MERCER HEALTH & BENEFITS ADMINISTRATION LLC

2. If the name of the limited liability company is not permissible or is not available in Idaho, the name the foreign limited liability company will use in Idaho is:

MERCER HEALTH & BENEFITS ADMINISTRATION LLC

3. The jurisdiction under whose laws the limited liability company is organized is: Delaware  
and the date of its formation was: 08/09/2005

4. The name and address of the registered agent in Idaho is: C T Corporation System  
300 North 6th Street, Boise, Idaho 83702

5. The address of the limited liability company's office in the jurisdiction under whose laws it is organized is:

1209 Orange Street, Wilmington, DE 19801

6. The address of the limited liability company's principal office, if other than the address in #5 above, is:

1166 Avenue of the Americas, New York, NY 10036

7. The address to which correspondence should be addressed is:

1166 Avenue of the Americas, New York, NY 10036

8. Signature of a manager, if any, or a member  
if there are no managers

Signature

Typed Name William C. Fagan

Manager ☒ Member ☐

Secretary of State use only

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Revised 09/2002

IDAHO SECRETARY OF STATE  
02/05/2007 05:00  
CK: 94889 CT: 20168 BH: 1031132  
1 @ 100.00 = 100.00 REGFORLLC # 2  
1 @ 20.00 = 20.00 EXPEDITE C # 3

W58877

# Delaware

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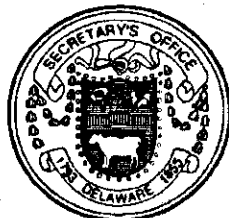
*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MERCER HEALTH & BENEFITS ADMINISTRATION LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTH DAY OF FEBRUARY, A.D. 2007.

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

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070122729



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5406660

DATE: 02-05-07