State of Idaho

Office of the Secretary of State

AMENDED CERTIFICATE OF AUTHORITY

OF

MARSH FINANCIAL SERVICES, INC.

File Number C 147730

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 MARSH FINANCIAL SERVICES, INC. to **MARSH EXECUTIVE BENEFITS, INC.** and attach hereto a duplicate of the application for such amended certificate.

Dated: May 26, 2005



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By May Dellion



APPLICATION FOR AMENDED **CERTIFICATE OF AUTHORITY**

(Instructions on back of application)

3 MAY 26 AN 10: 50

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 STATE the State of Idaho and for that purpose submits the following statement. Complete only applicable itoms.
A Certificate of Authority was issued to the corporation by your office on: 02/19/2003
authorizing it to transact business in the State of Idaho under the name of:
MARSH FINANCIAL SERVICES, INC.
Its corporate name has been changed to: Marsh Executive Bendfits, Inc.
3. The name which it shall use hereafter in the State of Idaho is:
Marsh Executive Benefits, Inc.
4. It has changed its jurisdiction of incorporation, without a change of corporate identity to:
Dated: May 24, 2005 Corporation Name: Marsh Executive Benefits, Inc. Signature:
Typed Name: Lawrence LeHan
Capacity: Asst. Secretary
Quatomer Acot # :
(If using pre-paid account)
Secretary of State use only
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IDAHO SECRETARY OF STATE

CK: 6560 CT: 20168 BH: 812680 P 38.00 = 38.00 AMEND CERT # 2

From-

State of New York Department of State } ss:

I hereby certify, that the Certificate of Incorporation of MARSH EXECUTIVE BENEFITS, INC. was filed on 07/25/1968, under the name of J & H EQUITY CORPORATION, with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is an existing corporation. I further certify the following:

A certificate changing name to JOHNSON & HIGGINS FINANCIAL SERVICES, INC. was filed on 04/11/1988.

- A Certificate of Amendment was filed on 04/17/1989.
- A Biennial Statement was filed 04/08/1993.
- A Biennial Statement was filed 09/20/1993.
- A Biennial Statement was filed 07/24/1996.
- A certificate changing name to J&H MARSH & MCLENNAN FINANCIAL SERVICES, INC. was filed on 03/16/1998.
- A Biennial Statement was filed 10/07/1998.
- A certificate changing name to MARSH FINANCIAL SERVICES, INC. was filed on 07/07/1999.
- A Certificate of Change was filed on 11/30/1999.
- A Biennial Statement was filed 08/09/2000.
- A Biennial Statement was filed 07/18/2002.
- A Biennial Statement was filed 10/08/2004.
- A certificate changing name to MARSH EXECUTIVE BENEFITS, INC. was filed on 04/21/2005.
- I further certify, that no other documents have been filed by such Corporation.



Witness my hand and the official seal of the Department of State at the City of Albany, this 25th day of May two thousand and five.

Secretary of State

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