

State of Idaho

Office of the Secretary of State

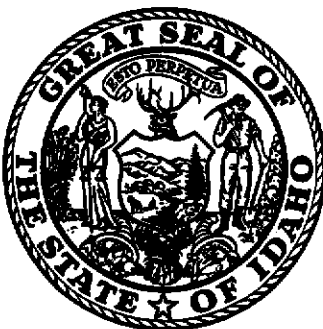
**CERTIFICATE OF AUTHORITY
OF
MUNICH RE STOP LOSS, INC.**

File Number C 187394

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, 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 Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: June 3, 2010



Ben Yursa

SECRETARY OF STATE

By *Christina*



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

FILED EFFECTIVE

10 JUN -3 AM 10:34

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

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the corporation is:

Munich Re Stop Loss, Inc.

2. The name which it shall use in Idaho is: Munich Re Stop Loss, Inc.

3. It is incorporated under the laws of: Delaware

4. Its date of incorporation is: 2/20/1996

5. The address of its principal office is:

2711 Centerville Road, Suite 400, Wilmington, DE 19808

6. The address to which correspondence should be addressed, if different from item 5, is:

5201 Blue Lagoon Drive, Suite 500, Miami, FL 33126

7. The street address of its registered office in Idaho is: 1401 Shoreline Drive, Suite 2, Boise, ID 83702

and its registered agent in Idaho at that address is: Corporation Service Company

8. The names and respective business addresses of its directors and officers are:

Name	Title	Business Address
<u>Paul Fallisi</u>	<u>Director, Pres. & CEO</u>	<u>200 Brickstone Sq., Ste 103, Andover, MA 01810</u>
<u>Robin H. Willcox</u>	<u>Secretary</u>	<u>555 College Rd E, Princeton, NJ 08540</u>
<u>Ignacio Rivera</u>	<u>Assistant Secretary</u>	<u>555 College Rd E, Princeton, NJ 08540</u>
<u>Todd Gallitz</u>	<u>Director</u>	<u>200 Brickstone Sq., Ste 103, Andover, MA 01810</u>
<u>Edward R. Griesse</u>	<u>Director</u>	<u>555 College Rd E, Princeton, NJ 08540</u>

Dated: 5-17-2010

Signature:

Typed Name: Ignacio Rivera

Capacity: Assistant Secretary

[The signer must be a director or an officer of the corporation.]

Customer Acct #:

(if using pre-paid account)

Secretary of State use only

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Revised 06/2005

IDAHO SECRETARY OF STATE
06/03/2010 05:00
CK: 2100016444 CT: 248567 BH: 1225113
1 @ 100.00 = 100.00 AUTH PRO #
1 @ 20.00 = 20.00 EXPEDITE C #

C/87394

Web Form

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MUNICH RE STOP LOSS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTEENTH DAY OF APRIL, A.D. 2010.

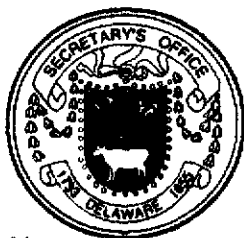
AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "MUNICH RE STOP LOSS, INC." WAS INCORPORATED ON THE TWENTIETH DAY OF FEBRUARY, A.D. 1996.

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.

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100378331




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7927973

DATE: 04-13-10