

State of Idaho

Office of the Secretary of State

**CERTIFICATE OF AUTHORITY
OF
THE MECHANIC GROUP, INC.**

File Number C 134819

I PETE T. CENARRUSA, 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: July 17, 2000



Pete T. Cenarrusa
SECRETARY OF STATE

By *Kenn Krusch*

APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

FILED/EFFECTIVE
09 MAR 17 AM 10:07
SECRETARY OF STATE
STATE OF IDAHO

To the Secretary of State of Idaho

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

- The name of the corporation is THE MECHANIC GROUP, INC.
- The name which it shall use in Idaho is THE MECHANIC GROUP, INC.
- It is incorporated under the laws of NEW YORK
- Its date of incorporation is 7/11/90 and its duration, if other than perpetual, is PERPETUAL
- The address of its principal office in the state or country under the laws of which it is incorporated is 55 OLD TURNPIKE RD., #309 NANUET, NY 10954
- The address to which correspondence should be addressed, if different than item 5, is SAME
- The street address of its registered office in Idaho is US BANK PLAZA BLDG, 101 S CAPITOL BLVD, 10TH FL BOISE ID 83702, and its registered agent in Idaho at that address is HIQ CORPORATE SERVICES, INC.
- The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are: INSURANCE SOLICITATION
- The names and respective addresses of its directors and officers are:

| Name | Office | Address |
|------------------------|-----------------------|--|
| <u>IRVING MECHANIC</u> | <u>PRESIDENT</u> | <u>7 OLD HEMPSTEAD RD. NEW CITY NY 10956</u> |
| <u>STEVEN MECHANIC</u> | <u>VICE PRESIDENT</u> | <u>9 WHITEBIRCH COURT NEW CITY NY 10956</u> |
| <u>MARC KATZ</u> | <u>VICE PRESIDENT</u> | <u>163 73rd ST. NEW YORK CITY, NY 10023</u> |
| <u>MICHAEL LEHNER</u> | <u>VICE PRESIDENT</u> | <u>36 CRAGMERE OVAL NEW CITY NY 10956</u> |
| _____ | _____ | _____ |
| _____ | _____ | _____ |

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

Dated: 2-28-00
THE MECHANIC GROUP, INC.
(Corporation name)

By SM (STEVEN MECHANIC, VP)
Its President, Vice President, Secretary or Assistant Secretary
(please specify)

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Secretary of State use only
IDAHO SECRETARY OF STATE

07/18/2000 09:00
CK: 7797 CT: 133665 BH: 334282

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C 134819

State of New York | ss:
Department of State

I hereby certify, that the Certificate of Incorporation of THE MECHANIC GROUP, INC. was filed on 07/11/1990, under the name of LIABILITY CONSULTANTS INC., 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 a subsisting corporation. I further certify the following:

A Certificate of Amendment LIABILITY CONSULTANTS INC., changing its name to PROPERTY & LIABILITY CONSULTANTS, INCORPORATED, was filed 10/24/1990.

A Biennial Statement was filed 05/11/1993.

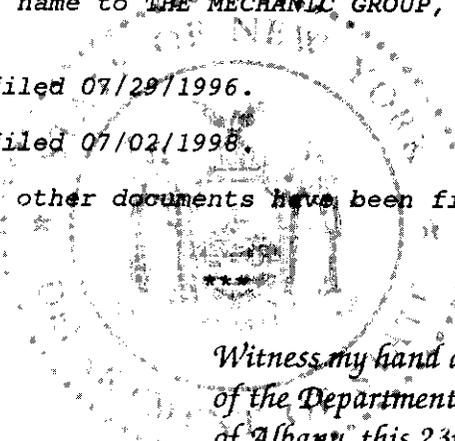
A Biennial Statement was filed 09/20/1993.

A Certificate of Amendment PROPERTY & LIABILITY CONSULTANTS, INCORPORATED, changing its name to THE MECHANIC GROUP, INC., was filed 05/24/1995.

A Biennial Statement was filed 07/29/1996.

A Biennial Statement was filed 07/02/1998.

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 23rd day of June
two thousand.



Special Deputy Secretary of State