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STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2615

BUSINESS CORPORATION

STATEMENT OF CHANGE OF REGISTERED AGENT
BY THE CORPORATION

Pursuant to the provisions of Sections 7-1.2-502 or 7-1.2-1409 of the General Laws of Rhode Island, 1956, as amended, the undersigned corporation submits the following statement for the purpose of changing its registered agent and its registered office in the state of Rhode Island:

- 1. The name of the corporation is Premium Funding Associates, Inc.
2. The address of the registered office as PRESENTLY shown in the corporate records on file with the Rhode Island Secretary of State is: 222 JEFFERSON BOULEVARD, SUITE 200 WARWICK/RI/02888
3. The address of the NEW registered office is: 10 Weybosset Street, Providence, Rhode Island 02903
4. The name of the registered agent as PRESENTLY shown in the corporate records on file with the Rhode Island Secretary of State is: CORPORATION SERVICE COMPANY
5. The name of the NEW registered agent is: C T Corporation System
6. The appointment of a new registered agent and the new registered office, as the case may be, shall become effective upon the filing of this statement, or on (a date not prior to, nor more than 30 days after, filing this statement)

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Under penalty of perjury, I declare and affirm that I have examined this Statement of Change of Registered Agent by the Corporation, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: 9/30/2008

Jaimie Patti
Signature of Authorized Officer of the Corporation

Jaimie Patti
Type or Print Name of Authorized Officer

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By [Signature]

**POWER OF ATTORNEY**

NOTICE IS HEREBY GIVEN THAT Willis North America Inc. (the "Corporation") a corporation incorporated under the laws of the state of Delaware and the direct or indirect owner of the subsidiary entities shown on Schedule A attached hereto, does hereby appoint Jaimie Patti and Ryan Kenigsberg, employees of CT Corporation and acting solely in the capacity as employees of CT Corporation, as attorney-in-fact for the Corporation to act for the Corporation and in the Corporation's name for the limited purposes listed herein.

The Corporation and the subsidiary entities listed, having taken all necessary steps to authorize the changes, hereby grants its attorney-in-fact the power to execute the documents necessary to change the Corporation's subsidiary entities' registered agent and registered office, or the agent and office of similar import, in any state to CT Corporation, as directed and authorized by the Corporation. The attorney-in-fact will not make such changes without the prior approval of the Corporation.

In the execution of any documents necessary for the sole, limited purpose, set forth herein, Jaimie Patti and Ryan Kenigsberg shall exercise the power of Vice President, Secretary and/or Manager.

This Power of Attorney expires when revoked by the undersigned.

IN WITNESS WHEREOF the undersigned has executed this Power of Attorney on this 1<sup>st</sup> day of October, 2008.

WILLIS NORTH AMERICA INC.  
A Delaware Corporation

By:

  
Name: Holly Gay Murphy  
Title: Assistant Secretary

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Exhibit A

Ashurst Processing Agency, Inc.  
Bay Technology Group, LLC  
Beiersdoerfer, Meadows, and Gould, Inc.  
Bliss and Glennon, Inc.  
Chamber Members Benefits Plan, Inc.  
Dominion Specialty Group, Inc.  
Ed Murray & Sons, Inc.  
Freberg & Company of Wyoming, Inc.  
Freberg Environmental, Inc.  
Global Special Risks, LLC  
Harry David Zutz Insurance, Inc.  
HERMES ACQUISITION CORP.  
Hilb Rogal & Hobbs Insurance Services of California, Inc.  
Hilb Rogal & Hobbs Investment Company  
Hilb Rogal & Hobbs of Alabama, Inc.  
Hilb Rogal & Hobbs of Alabama, Inc.  
Hilb Rogal & Hobbs of Amarillo, Inc.  
Hilb Rogal & Hobbs of Appleton, Inc.  
Hilb Rogal & Hobbs of Arizona, Inc.  
Hilb Rogal & Hobbs of Atlanta, Inc.  
Hilb Rogal & Hobbs of Baltimore, Inc.  
Hilb Rogal & Hobbs of Chicago, Inc.  
Hilb Rogal & Hobbs of Chicagoland, Inc.  
Hilb Rogal & Hobbs of Colorado, Inc.  
Hilb Rogal & Hobbs of Connecticut, LLC  
Hilb Rogal & Hobbs of Conroe, Inc.  
Hilb Rogal & Hobbs of Corpus Christi, Inc.  
Hilb Rogal & Hobbs of Dallas, Inc.  
Hilb Rogal & Hobbs of Florida, Inc.  
Hilb Rogal & Hobbs of Gainesville, Inc.  
Hilb Rogal & Hobbs of Grand Rapids, Inc.  
Hilb Rogal & Hobbs of Houston, Inc.  
Hilb Rogal & Hobbs of Illinois, Inc.  
Hilb Rogal & Hobbs of Kansas, Inc.  
Hilb Rogal & Hobbs of Massachusetts, LLC  
Hilb Rogal & Hobbs of McAllen, Inc.  
Hilb Rogal & Hobbs of Metropolitan Washington, Inc.  
Hilb Rogal & Hobbs of Nebraska, Inc.  
Hilb Rogal & Hobbs of New Jersey, LLC  
Hilb Rogal & Hobbs of New York, LLC  
Hilb Rogal & Hobbs of Northern New England, Inc.

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Exhibit A Continued

Hilb Rogal & Hobbs of Ohio, LLC  
Hilb Rogal & Hobbs of Oklahoma, Inc.  
Hilb Rogal & Hobbs of Oregon, Inc.  
Hilb Rogal & Hobbs of Philadelphia, LLC  
Hilb Rogal & Hobbs of Pittsburgh, LLC  
Hilb Rogal & Hobbs of Savannah, Inc.  
Hilb Rogal & Hobbs of Tennessee, Inc.  
Hilb Rogal & Hobbs of Texas, L.P.  
Hilb Rogal & Hobbs of Upstate New York, LLC  
Hilb Rogal & Hobbs of Virginia, Inc.  
Hilb Rogal & Hobbs Professional Practice Insurance Brokers, Inc.  
Hilb Rogal & Hobbs Realty Company  
Hilb Rogal & Hobbs Services Company  
Hilb Rogal & Hobbs Insurance Services of Aliso Viejo, LLC  
Hilb Rogal & Hobbs Insurance Services of Long Beach, LLC  
Hilb Rogal & Hobbs of Oak Brook, LLC  
Hilb, Rogal & Hobbs of San Antonio, Inc.  
Hobbs Group (NY), LLC  
Hobbs Group Insurance Brokers, LLC  
Hobbs Group, Inc.  
Hobbs Group, LLC  
HRH Charitable Foundation  
HRH Consulting Group, LLC  
HRH Consulting, LLC  
HRH E&S Services, LLC  
HRH Insurance Services of Nevada, Inc.  
HRH Investment Advisors, LLC  
HRH Merger Company  
HRH Metro Northeast, LLC  
HRH Metro Northeast, LLC  
HRH Michigan, Inc.  
HRH Risk Mitigation, Inc.  
HRH Securities, LLC  
HRH Wisconsin, Inc.  
Hunt Insurance Group, LLC  
Insurance Consultants & Analysts, Inc.  
Integrated Risk Solutions Insurance services, LLC  
Kalvin-Miller Holdings, LLC  
KAMMSAC International, LLC  
Kirklin & Company, LLC

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Exhibit A Continued

MacLean, Oddy & Associates, Inc.  
Nevin, Wakayama & Assoc., Inc.  
Nevin, Works & Associates, Inc.  
New World E&S, LLC  
Premium Funding Associates of New York, Inc.  
Premium Funding Associates, Inc.  
Professional Liability Insurance, Inc.  
Property Owners & Managers Purchasing Group, Inc.  
SB&T Captive Management Company  
Smith, Bell & Thompson, Inc.  
Summit Risk Management and Insurance Services, Inc.  
The Hobb Group, Inc.  
The Managing Agency Group, Inc.  
The Urman Company  
Westport Financial Services, L.L.C.  
Westport HRH, LLC  
Westport Insurance Agency, Inc.  
Westport Insurance Brokerage, LLC  
Westport Worldwide, LLC  
Zutz and Company, Ltd.  
Zutz Associates, Inc.  
Zutz Financial Services, Inc.  
Zutz Risk Management, Inc.

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