

Filing fee : \$150.00  
License fee: \$15.00 minimum  
(Section 7-1.1-124)



45028

**State of Rhode Island and Providence Plantations**

OFFICE OF THE SECRETARY OF STATE  
CORPORATIONS DIVISION

**BUSINESS CORPORATION**

Corp. I.D. # \_\_\_\_\_

~~DUPLICATE~~ ORIGINAL OF  
APPLICATION FOR  
CERTIFICATE OF AUTHORITY  
OF

Sedgwick Claims Management Services, Inc.

To the Secretary of State  
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

FIRST: The name of the corporation is \_\_\_\_\_  
Sedgwick Claims Management Services, Inc.

SECOND: The name which it elects to use in Rhode Island is \_\_\_\_\_

(If the name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Rhode Island.)

THIRD: It is incorporated under the laws of Illinois

FOURTH: The date of its incorporation is December 22, 1969 and the period of its duration is perpetual

FIFTH: The address of its principal office in the state or country under the laws of which it is incorporated is 230 West Monroe Street, Chicago, Illinois 60606

SIXTH: The address of its proposed registered office in Rhode Island is 170 Westminster Street, Suite 900, Providence, RI 02903 and the name of its proposed registered agent in Rhode Island at that address is Corporation Service Company

Corporation Service Company

By: Rachel Searcy  
Signature

SEVENTH: The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are the business of insurance brokerage

15 JUN 01 71 AM

APPROVED FOR  
SECRETARY OF STATE  
CORPORATIONS

FILED

MAY 12 1997

By: [Signature]

184119

EIGHTH: The names and respective addresses of its directors and officers are:

<u>Name</u>	<u>Office</u>	<u>Address</u>
Quill O. Healey	Director	3333 Peachtree Road, N.E., Atlanta, GA 30326
Ronald J. Kutella	Director	1000 Ridgeway Loop Road, Memphis, TN 38120
James B. Wiertelak	Director	1000 Ridgeway Loop Road, Memphis, TN 38120
David A. North	President	230 West Monroe Street, Chicago, IL 60606
John E. O'Day	Vice President	1000 Ridgeway Loop Road, Memphis, TN 38120
Alan B. Rosenbloom	Secretary	1000 Ridgeway Loop Road, Memphis, TN 38120
John E. O'Day	Treasurer	1000 Ridgeway Loop Road, Memphis, TN 38120
Pattie J. Robinson, Assistant Secretary		1000 Ridgeway Loop Road, Memphis, TN 38120

NINTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
1000	Common		\$1.00

TENTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
100	Common		\$1.00

ELEVENTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 1,388,122

TWELFTH: An estimate of the value of its property to be located within Rhode Island during such year is \$ none - 0 -

THIRTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$ 9,787,752

FOURTEENTH: An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during such year is \$ none - 0 -

FIFTEENTH: This Application is accompanied by a copy of its articles of incorporation and all amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated May 2, 19 97 Sedgwick Claims Management Services, Inc.  
(Exact Corporate Name of Corporation Making Application)

By AEO Day  
Its Vice President  
and Pattie Hall  
Its Assistant Secretary

STATE OF Tennessee }  
COUNTY OF Shelby } Sc.

AT Memphis, TN in said County on the 2nd day  
of May 19 97, before me personally appeared  
John E. O'Day, who being by me first duly sworn, declared that  
he is the Vice President of Sedgwick Claims Management Services Inc,  
that he signed the foregoing document as such Vice President of the  
corporation, and that the statements therein contained are true.

Pattie Jane Robinson  
Notary Public

(NOTARIAL SEAL)

My Commission Expires July 30, 1997

Dated May 2, 19 97 Sedgwick Claims Management Services, Inc.  
(Exact Corporate Name of Corporation Making Application)

By [Signature]  
Its Vice President  
and [Signature]  
Its Assistant Secretary

STATE OF Tennessee }  
COUNTY OF Shelby } Sc.

AT Memphis, TN in said County on the 2nd day  
of May 19 97, before me personally appeared  
John E. O'Day, who being by me first duly sworn, declared that  
he is the Vice President of Sedgwick Claims Management Services Inc,  
that he signed the foregoing document as such Vice President of the  
corporation, and that the statements therein contained are true.

[Signature]  
Notary Public

(NOTARIAL SEAL)

My Commission Expires July 30, 1997

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS  
OFFICE OF THE SECRETARY OF STATE  
CERTIFICATE OF AUTHORITY  
OF

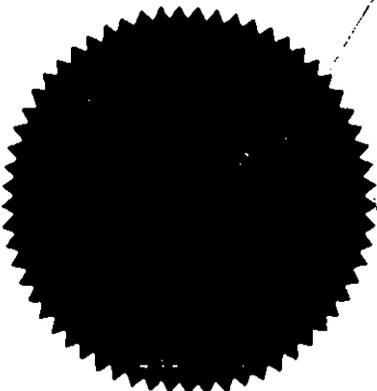
Sedgwick Claims Management Services, Inc.

I, \_\_\_\_\_ Secretary of State of the  
State of Rhode Island hereby certify that duplicate originals of an Application of

\_\_\_\_\_ for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to  
the provisions of Chapter 7-1.1 of the General Laws, 1956, as amended, have been received in  
this office and are found to conform to law, and that the foregoing is a duplicate original of the  
application for such Certificate.

WITNESS my hand and the seal of the State  
of Rhode Island this \_\_\_\_\_ day of  
19 \_\_\_\_\_

\_\_\_\_\_  
Acting Deputy Secretary of State



Certificate Number 42822



**To all to whom these Presents Shall Come, Greeting:**

**Whereas,** *Articles of Incorporation, duly signed and verified, of*  
JOSEPH K. DENNIS CO., INC.

*have been filed in the Office of the Secretary of State, on the* 22nd  
*day of* December *A. D. 19* 69, *as provided by "THE BUSINESS*  
*CORPORATION ACT" of Illinois, in force July 13, A. D. 1933.*

*Now Therefore, I, PAUL POWELL, Secretary of State, of the State of Illinois,*  
*by virtue of the powers vested in me by law, do hereby issue this certificate of*  
*incorporation, and attach thereto a copy of the Articles of Incorporation*  
*of the aforesaid corporation.*

**In Testimony Whereof,** *I hereto set my hand, and cause to*  
*be affixed the Great Seal of the State of Illinois,*

*Done at the City of Springfield, this* 22nd  
*day of* December *A. D. 19* 69 *and*  
*of the Independence of the United States*  
*the one hundred and* 94th.

(SEAL)

*Paul Powell*

SECRETARY OF STATE.

