

Filing fee: \$150.00
License Fee: \$25.00 minimum
(Section 7-1.1-124)

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE
CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RI 02903

Corp. I.D. # 90869

**APPLICATION FOR
CERTIFICATE OF AUTHORITY
OF**

Continental Solution, 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 Continental Solution, 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;)

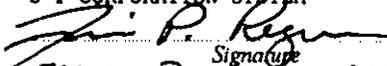
THIRD: It is incorporated under the laws of Illinois

FOURTH: The date of its incorporation is November 20, 1995 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 CNA Plaza, 43S, Chicago, Illinois 60685

SIXTH: The address of its proposed registered office in Rhode Island is 123 Dyer Street, Providence, Rhode Island 02903 and the name of its proposed registered agent in Rhode Island at that address is C T Corporation System

C T CORPORATION SYSTEM


Signature
FRANCIS P. REGAN ASST SECY

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

To act as an Insurance Agency. Notwithstanding the foregoing, the purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized to do business under the laws of Rhode Island.

Insurance policies will not be written.

FILED

AUG 15 1996

CC-463

BY 165978

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

<u>Name</u>	<u>Office</u>	<u>Address</u>
Adrian M. Tocklin,	Director	CNA Plaza, 43S, Chicago, Illinois 60685
Peter E. Jokiel,	Director	CNA Plaza, 43S, Chicago, Illinois 60685
Donald M. Lowry,	Director	CNA Plaza, 43S, Chicago, Illinois 60685

See attached list of officers

President
Vice President
Secretary
Treasurer

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>
1,000	Common	(No series)	\$1,000.00

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>
1,000	Common	(No series)	\$1,000.00

ELEVENTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 100,000

TWELFTH: An estimate of the value of its property to be located within Rhode Island during such year is \$ -0-

THIRTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$ 25,000

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 \$ 1,000

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 6-21, 1996

Continental Solution, Inc.
(Exact Corporate Name of Corporation Making Application)

By [Signature]
Donald M. Lowry
Its Sr. Vice President
and [Signature]
Mary A. Ribikawskis
Its Asst. Secretary

STATE OF Illinois }
COUNTY OF Cook } Sc.

At Chicago in said County on the 21st day
of June 1996, before me personally appeared Donald M.
Lowry, who being by me first duly sworn, declared that
he is the Sr. Vice President of Continental Solution, Inc.
that he signed the foregoing document as such Sr. Vice President of the
corporation, and that the statements therein contained are true.

.....
"OFFICIAL SEAL"
SUSAN CAROL COGHLAN
NOTARY PUBLIC, STATE OF ILLINOIS
My Commission Expires Aug. 21, 1999
.....

[Signature]
Notary Public
Susan C. Coghlan

(NOTARIAL SEAL)

Appendix to Rhode Island
Application for Certificate of Authority

**Officers of
Continental Solution, Inc.**

1. Adrian M. Tocklin, President
CNA Plaza, 43S
Chicago, Illinois 60685
2. Peter E. Jokiel, Sr. Vice President and Chief Financial Officer
CNA Plaza, 43S
Chicago, Illinois 60685
3. Donald M. Lowry, Sr. Vice President, Secy., and General Counsel
CNA Plaza, 43S
Chicago, Illinois 60685
4. Pamela Dempsey, Assistant Vice President and Treasurer
CNA Plaza, 43S
Chicago, Illinois 60685
5. Patricia L. Kubera, Group Vice President and Controller
CNA Plaza, 43S
Chicago, Illinois 60685
6. Mary A. Ribikawskis, Assistant Secretary
CNA Plaza, 43S
Chicago, Illinois 60685
7. Robert Winkenbach, Assistant Secretary
CNA Plaza, 43S
Chicago, Illinois 60685

File Number 5859-792-9

State of Illinois
Office of
The Secretary of State

Whereas,

ARTICLES OF INCORPORATION OF
CONTINENTAL SOLUTION, INC.

INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE BEEN
FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE
BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

Now Therefore, I, George H. Ryan, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application 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, at the City of Springfield, this 20TH day of NOVEMBER A.D. 19 95 and of the Independence of the United States the two hundred and 20TH .



George H Ryan

Secretary of State