

Filing fee: \$50.00
License fee: \$15.00 minimum
(Section 7-1.1-124)

**APPLICATION FOR
CERTIFICATE OF AUTHORITY
OF**

Exxon Risk 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
Exxon Risk Management Services, Inc.

SECOND: The name which it elects to use in Rhode Island is
Exxon Risk Management Services, Inc.

(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 Texas

FOURTH: The date of its incorporation is January 21, 1982 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 4550 Dacoma, Room 807, Houston, Texas 77092

SIXTH: The address of its proposed registered office in Rhode Island is 111 Westminster Street, Providence, R. I. 02903 and the name of its proposed registered agent in Rhode Island at that address is C T CORPORATION SYSTEM

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

To provide insurance adjustment services through the management and administration of the activities of individuals who are duly licensed as insurance adjusters in accordance with applicable laws; and to transact any and all lawful business.

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

<u>Name</u>	<u>Office</u>	<u>Address</u>
	Director	
	Director	
SEE ATTACHED RIDER	Director	
	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>
100,000	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>
1,000	common	-	\$1.00

ELEVENTH: The amount of its stated capital as defined by §7-1.1-2 of the General Laws, 1956, as amended, is \$ 1000

TWELFTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 160,000

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

FOURTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$ 4,033,500

FIFTEENTH: 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 \$ 2,200

SIXTEENTH: 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 March 22, 1982

Exxon Risk Management Services, Inc.
[Exact Corporate Name of Corporation Making Application]

By Claiborne R. Carter
Claiborne R. Carter
Its President
and Ralph H. Sauer
Ralph H. Sauer
Its Secretary

STATE OF TEXAS }
COUNTY OF HARRIS } Sc.

At Houston in said County on the 22nd day
of March 1982, before me personally appeared
Claiborne R. Carter, who being by me first duly sworn, declared that
he is the President of Exxon Risk Management Services, Inc.
that he signed the foregoing document as such President of the
corporation, and that the statements therein contained are true.

Arvin A. Scott
Notary Public

(NOTARIAL SEAL)

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The State of Texas
SECRETARY OF STATE

The undersigned, as Secretary of State of
the State of Texas, HEREBY CERTIFIES that the attached is
a true and correct copy of the following described instruments
on file in this office:

EXXON RISK MANAGEMENT SERVICES, INC.

Articles of Incorporation January 21, 1982

*IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be im-
pressed hereon the Seal of State at my office in
the City of Austin, this*

18th day of March A. D. 19 82

David A. Bea
Secretary of State