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ID Number: 156082



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

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

FILED

MAY 19 2006

BUSINESS CORPORATION

By AMF

99439

APPLICATION FOR CERTIFICATE OF AUTHORITY

Pursuant to the provisions of Section 7-1 2-1405 of the General Laws of Rhode Island, 1956, as amended, the undersigned foreign 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:

1 The name of the corporation is Hub International Midwest Limited

2 It is incorporated under the laws of Indiana

3 The name, if different, which it elects to use in Rhode Island is:

(a) If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:

(b) If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:

4 The date of its incorporation is January 12, 1937 and the period of its duration is Perpetual

5 The address of its principal office in the state or country under the laws of which it is incorporated is

7200 Eagle Crest Blvd, Evansville, IN 47715

6 The address of its proposed registered office in Rhode Island is 222 Jefferson Boulevard, Suite 200

(Street Address, not P O Box)

Warwick

(City/Town)

, RI

02888

(Zip Code)

and the name of its proposed registered agent in Rhode Island at

that address is Corporation Service Company

(Name of Agent)

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

Insurance Brokerage

8 (a) The names and respective addresses of its directors (optional unless directors are required under the laws of the state or country of which it is incorporated)

	<u>Name</u>	<u>Address</u>
Director	<u>Martin P. Hughes</u>	<u>55 East Jackson Blvd., Chicago, IL 60604</u>
Director	<u>Richard A. Gulliver</u>	<u>55 East Jackson Blvd., Chicago, IL 60604</u>
Director	<u>Robert R. Deist</u>	<u>55 East Jackson Blvd., Chicago, IL 60604</u>
Director		

- (b) The names and respective addresses of its principal officers (mandatory if directors are not required under the laws of the state or country of which it is incorporated)

	<u>Name</u>	<u>Address</u>
President	Robert R. Deist	55 East Jackson Blvd., Chicago, IL 60604
Vice President	Marianne D. Paine	55 East Jackson Blvd., Chicago, IL 60604
Treasurer	Thomas E. Mussen	55 East Jackson Blvd., Chicago, IL 60604
Secretary	Marianne D. Paine	55 East Jackson Blvd., Chicago, IL 60604

- 9 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 or Statement that Shares are without Par Value</u>
5,000	Common	N/A	No Par

- 10 (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located is \$ 3,551,421
- (b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ Nil
- (c) An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located, is Nil % [divide (b) by (a) and multiply by 100 to obtain the percentage]
- 11 (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is \$ 42,590,098
- (b) An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year is \$ Nil
- (c) An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year is Nil % [divide (b) by (a) and multiply by 100 to obtain the percentage]
- 12 This application is accompanied by a certificate of Good Standing issued by the proper officer of the state or country under the laws of which it is incorporated
- 13 This Application for Certificate of Authority shall be effective upon filing unless a specified date is provided which shall be no later than the 90th day after the date of this filing _____

Under penalty of perjury, I declare and affirm that I have examined this Application for Certificate of Authority, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: May 16, 2006

Marianne D. Paine
Signature of Authorized Officer of the Corporation
Marianne D. Paine, Vice President and Secretary
Type or Print Name of Authorized Officer

**STATE OF INDIANA
OFFICE OF THE SECRETARY OF STATE
CERTIFICATE OF EXISTENCE**

To Whom These Presents Come, Greetings:

I, TODD ROKITA, Secretary of State of Indiana, do hereby certify that I am, by virtue of the laws of the State of Indiana, the custodian of the corporate records, and proper official to execute this certificate.

I further certify that records of this office disclose that

HUB INTERNATIONAL MIDWEST LIMITED

duly filed the requisite documents to commence business activities under the laws of State of Indiana on January 12, 1937, and was in existence or authorized to transact business in the State of Indiana on May 17, 2006.

I further certify this For-Profit Domestic Corporation has filed its most recent report required by Indiana law with the Secretary of State, or is not yet required to file such report, and that no notice of withdrawal, dissolution or expiration has been filed or taken place.



In Witness Whereof, I have hereunto set my hand and affixed the seal of the State of Indiana, at the city of Indianapolis, this Seventeenth Day of May, 2006.

A handwritten signature in black ink that reads "Todd Rokita".

TODD ROKITA, Secretary of State

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