

**AMENDMENT #2 TO  
AGREEMENT AMONG THE ATTORNEY GENERAL OF THE STATE OF  
NEW YORK, THE SUPERINTENDENT OF INSURANCE OF THE STATE OF NEW  
YORK, THE ATTORNEY GENERAL OF THE STATE OF CONNECTICUT, THE  
ILLINOIS ATTORNEY GENERAL, THE DIRECTOR OF THE DIVISION OF  
INSURANCE, ILLINOIS DEPARTMENT OF FINANCIAL AND PROFESSIONAL  
REGULATION, AND AON CORPORATION AND ITS SUBSIDIARIES AND  
AFFILIATES (COLLECTIVELY "AON") DATED MARCH 4, 2005 (hereinafter, the  
"Settlement Agreement")**

WHEREAS, on July 20, 2005 the parties entered into Amendment #1 to the Settlement Agreement to clarify its application to certain Aon businesses and practices;

WHEREAS, the parties have agreed to further amend the Settlement Agreement to clarify its application to certain other Aon businesses;

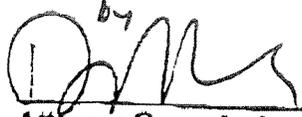
NOW THEREFORE, the parties agree that the Settlement Agreement shall be clarified and amended as follows:

1. The Settlement Agreement has not been applicable to and shall not be applicable to the below-listed wholesale brokerage subsidiaries of Aon that are subject to the Purchase Agreement dated September 22, 2005 among Aon and certain of its affiliates and HMSC Holdings Corp. (the "Swett & Crawford Subsidiaries") so long as the purchase of such Subsidiaries is completed by end of December 31, 2005. If the Swett & Crawford Subsidiaries remain as Aon subsidiaries on January 1, 2006, the Settlement Agreement shall apply to the Swett & Crawford subsidiaries as of that date. The Swett & Crawford Subsidiaries are:

The Swett & Crawford Group, Inc.  
Swett & Crawford  
Swett & Crawford of Hawaii, Inc.  
Swett & Crawford of Texas, Inc.  
Swett & Crawford of Colorado, Inc.  
Swett & Crawford Insurance Agency of Massachusetts, Inc.  
Swett & Crawford of Arizona, Inc.  
Swett & Crawford of Connecticut, Inc.  
Swett & Crawford of Idaho, Inc.  
Swett & Crawford of Maine, Inc.  
Swett & Crawford of Nevada, Inc.  
Swett & Crawford of Pennsylvania, Inc.  
Swett & Crawford of Illinois, Inc.  
Swett & Crawford of Ohio, Inc.  
J.H. Blades & Co., Inc.  
J.H. Blades & Co. (Agency) Inc.  
Sherwood Insurance Services  
Sherwood Insurance Services of Washington, Inc.

WHEREFORE, the following signatures are affixed hereto on this 27th day of October, 2005.

ELIOT SPITZER

*by*  


Attorney General of the  
State of New York  
120 Broadway, 25<sup>th</sup> Floor  
New York, NY 10271

HOWARD MILLS

\_\_\_\_\_  
Superintendent of Insurance  
New York State Insurance Department  
25 Beaver Street  
New York, NY 10004

RICHARD BLUMENTHAL

\_\_\_\_\_  
Attorney General of the  
State of Connecticut  
55 Elm Street  
Hartford, CT 06171-0120

PEOPLE OF THE STATE OF ILLINOIS

\_\_\_\_\_  
by: Lisa Madigan  
Attorney General of the  
State of Illinois

DEPARTMENT OF FINANCIAL AND  
PROFESSIONAL REGULATION OF  
THE STATE OF ILLINOIS;  
FERNANDO E. GRILLO, SECRETARY

DIVISION OF INSURANCE

AON CORPORATION

\_\_\_\_\_  
Michael T. McRaith  
Director

\_\_\_\_\_  
by: D. Cameron Findlay  
Executive Vice President and  
General Counsel

WHEREFORE, the following signatures are affixed hereto on this 17<sup>th</sup> day of October, 2005.

ELIOT SPITZER

\_\_\_\_\_  
Attorney General of the  
State of New York  
120 Broadway, 25<sup>th</sup> Floor  
New York, NY 10271

HOWARD MILLS

by: Audrey Sameis  
Deputy Superintendent and  
General Counsel  
\_\_\_\_\_  
Audrey Sameis  
Superintendent of Insurance  
New York State Insurance Department  
25 Beaver Street  
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Michael T. McRaith  
Director

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by: D. Cameron Findlay  
Executive Vice President and  
General Counsel

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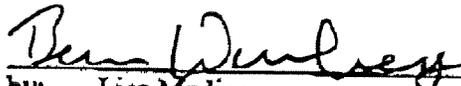
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Michael T. McRaith  
Director

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by: D. Cameron Findlay  
Executive Vice President and  
General Counsel

WHEREFORE, the following signatures are affixed hereto on this 25th day of October, 2005.

ELIOT SPITZER

HOWARD MILLS

\_\_\_\_\_  
Attorney General of the  
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120 Broadway, 25<sup>th</sup> Floor  
New York, NY 10271

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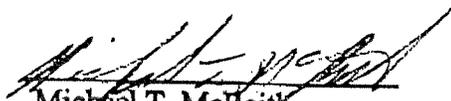
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\_\_\_\_\_  
Michael T. McRaith  
Director

\_\_\_\_\_  
by: D. Cameron Findlay  
Executive Vice President and  
General Counsel

WHEREFORE, the following signatures are affixed hereto on this 31<sup>st</sup> day of October, 2005.

ELIOT SPITZER

HOWARD MILLS

\_\_\_\_\_  
Attorney General of the  
State of New York  
120 Broadway, 25<sup>th</sup> Floor  
New York, NY 10271

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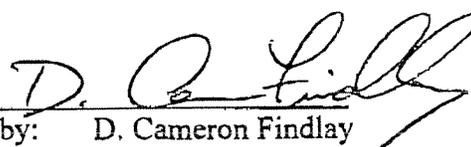
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