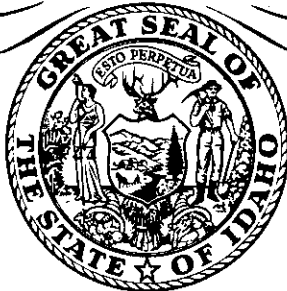


State of Idaho



Department of State

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the

SYRINGA LIFE INSURANCE COMPANY

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the **26th** day of **April** 19 **61**,

original articles of amendment, as provided by Section **s 30-146, 30-147 and 30-148, Idaho Code, increasing authorized capital to \$2,500,000 divided into 250,000 shares common stock of the par value of \$10.00 per share,**

and that the said articles of amendment contain the statement of facts required by law, and are recorded on Film No. **114** of Record of Domestic Corporations of the State of Idaho.

I THEREFORE FURTHER CERTIFY, That the Articles of Incorporation have been amended accordingly.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **26th** day of **April**, A. D., 19 **61**.

Secretary of State

1 ARTICLES OF AMENDMENT TO ARTICLES OF
2 INCORPORATION OF SYRINGA LIFE INSURANCE COMPANY

3
4 The undersigned, Fred M. Frazier and Theodore N. McPhee,
5 do hereby certify that they are respectively the duly elected and
6 acting President and Assistant Secretary of Syringa Life Insurance
7 Company, an Idaho corporation, and further declare and certify as
8 follows:

9 1. That a special meeting of the stockholders of Syringa
10 Life Insurance Company was held for the purpose of amending the
11 Articles of Incorporation and Articles of Amendment to Articles
12 of Incorporation on the 24th day of April, 1961, at 10:00 o'clock
13 A. M., at the Rogerson Hotel at Twin Falls, Idaho.

14 2. That at said meeting the following resolution of
15 amendment was adopted:

16 "RESOLVED that Paragraph I of Articles of Amend-
17 ment to Articles of Incorporation be amended to
18 increase the authorized capital stock of the
19 corporation from \$500,000.00 divided into 50,000
20 shares of common stock of one class only, having a
21 par value of \$10.00 per share, to \$2,500,000.00
22 divided into 250,000 shares of common stock of
23 one class only, having a par value of \$10.00 per
24 share. The shares shall be issued for a consider-
25 ation of not less than \$30.00 per share. Fractional
26 shares may be issued on a pro rata basis. Each
share of common stock of said corporation shall
have equal right in all respects and each share
shall be entitled to one vote. Each share of
stock shall be non-assessable. Fractional shares
shall not be entitled to vote."

27 That a Declaration of Intention to Increase Capital Stock of said
28 company signed by the President and in excess of two-thirds of
29 the Board of Directors and stockholders representing in excess
30 of three-fourths of the capital stock, together with Affidavit
31 of the publisher of the Times News, a newspaper in Twin Falls
32 County, the county in which said company has its principal place
of business, has been filed with the Department of Insurance of

1 the State of Idaho, pursuant to Section 41-409 of the Idaho Code.
2 A copy of said Declaration and Affidavit are attached hereto and
3 made a part hereof.

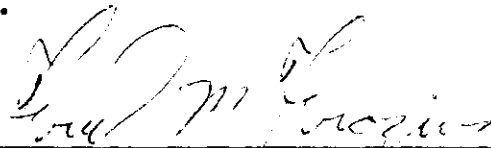
4 3. That at said meeting the following resolution of
5 amendment was adopted:


6 "RESOLVED that the second and third paragraphs
7 of Article VII of the Articles of Incorporation
8 be amended to read as follows:

9 Special meetings of the stockholders may be
10 called by the Chairman of the Board of Directors,
11 President, or in the President's absence, by
12 the Vice-President next in line, by the Board of
13 Directors, or by stockholders holding at least
14 twenty per cent of the outstanding stock of the
15 corporation.

16 That notice of the annual and special meetings
17 of the stockholders shall be given in writing to
18 all stockholders of record at least ten days prior
19 to the date of such meeting and shall state the
20 purpose or purposes of such meeting. No business
21 other than that designated in the notice shall
22 be considered except by unanimous consent of the
23 stockholders."

24 IN WITNESS WHEREOF, we have affixed our hands and seals
25 this 25th day of April, 1961.

26
27 
28 _____
29 President

30 
31 _____
32 Assistant Secretary

Affidavit of Publication

STATE OF IDAHO,
COUNTY OF TWIN FALLS } ss.

No. 8773

I, W. H. Frazier, Jr., being first duly sworn upon oath depose and say that I am Principal Clerk of the TIMES-NEWS, published daily, except Saturday, at Twin Falls, Idaho, and do solemnly swear that a copy of the notice of advertisement, as per clipping attached, was published in the regular and entire issue of said newspaper, and not in any supplement thereof, for four consecutive business days, commencing with the issue dated March 30, 1961, and ending with the issue dated April 20, 1961.

And I do further certify that said newspaper is a consolidation, effective February 16, 1942, of the Idaho Evening Times, published theretofore daily except Sunday, and the Twin Falls News, published theretofore daily except Monday, both of which newspapers prior to consolidation had been published under said names in said city and county continuously and uninterruptedly during a period of more than twelve consecutive months, and said TIMES-NEWS, since such consolidation, has been published as a daily newspaper except Saturday, under said name in said city and county continuously and uninterruptedly.

And I further certify that pursuant to Section 60-108 Idaho Code, Thursday of each week has been designated as the day on which legal notice by law or by order of any court of competent jurisdiction within the state of Idaho, to be published weekly, will be published; and that at the head of the editorial column of said combined newspapers, and in each issue thereof, Thursday is announced as the day on which said legal notices will be published.

Subscribed and sworn to before me this 20th day of April, 1961.

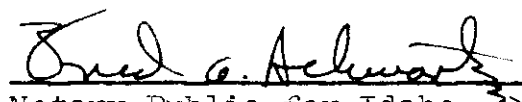
W. H. Frazier, Jr.
Notary Public in and for the County of Twin Falls,
State of Idaho, residing at Twin Falls, Idaho.

NOTICE TO INCREASE
CAPITAL STOCK
NOTICE IS HEREBY GIVEN that pursuant to Section 41-409 of the Idaho Code, a special stockholders' meeting of the Syringa Life Insurance Company will be held in the Rogerson Hotel at Twin Falls, Idaho, on the 24th day of April, 1961, at the hour of 10 o'clock A.M., for the purpose of increasing the capital stock of said Corporation to \$2,500,000.00.
SYRINGA LIFE
INSURANCE COMPANY
By FRED M. FRAZIER
President
Publish: Mar. 30, Apr. 6, 13, 20, 1961

1 STATE OF IDAHO)
2 County of Twin Falls) ss.

3 On this 25th day of April, 1961, before me, the under-
4 signed, a Notary Public in and for said County and State, person-
5 ally appeared FRED M. FRAZIER and THEODORE N. MCPHEE, known to
6 me to be the President and Assistant Secretary respectively, of
7 Syringa Life Insurance Company, and acknowledged to me that they
8 executed the within instrument on behalf of said corporation.

9 IN WITNESS WHEREOF, I have hereunto set my hand and
10 affixed my official seal the day and year in this certificate
11 first above written.

12 
13 Notary Public for Idaho
14 Residing at Twin Falls, Idaho
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DECLARATION OF INTENTION TO INCREASE CAPITAL STOCK

OF SYRINGA LIFE INSURANCE COMPANY

Pursuant to Section 41-409, Idaho Code, the President and in excess of two-thirds of the Board of Directors, and stockholders representing in excess of three-fourths of the capital stock, do hereby declare and certify that the proposal to increase the capital stock of the Syringa Life Insurance Company at a meeting has been formally approved by the stockholders/held on the 24th day of April, 1961 and that such increase in capital stock shall be fully paid up in cash or securities as provided under Title 41, Idaho Code.

SYRINGA LIFE INSURANCE COMPANY

BY

Frank M. Frazier
President

ATTEST:

Lucile M. Clontock
Secretary

L. L. Gardner
Lucile M. Clontock
Ray Nelson
Clark Cameron
Hal A. Matthews
Clarence Chick
Frank M. Frazier
DIRECTORS, Syringa Life
Insurance Company

CONSENT OF STOCKHOLDERS:

Donald C. McMahon

Harold Bauer

L. L. Gardner

Lucile M. Clontock

Ray Nelson

Clark Cameron

Hickelburg

Reed Jensen

Hal R. Matthews

Clarence Chick

Joe M. Kroger



STATE OF IDAHO
DEPARTMENT OF INSURANCE
207 STATE HOUSE
BOISE

April 26, 1961

HONORABLE ARNOLD D. WILLIAMS
Secretary of State
Building

Attention: Corporation Clerk

Dear Mr. Williams:

The Attorney General has approved the five copies of Articles of Amendment to Articles of Incorporation of


SYRINGA LIFE INSURANCE COMPANY
1223 Filer Avenue East
Twin Falls, Idaho

increasing the authorized capital stock of the corporation from \$500,000.00 to \$2,500,000.00.

Please return one copy for our files after the document has been recorded in your department. Earlier today your office determined the fee for such recording would be \$108.40, which is attached.

Very truly yours,

DEPARTMENT OF INSURANCE


By: Nina R. Carroll
Chief Clerk