

State of Idaho

Department of State

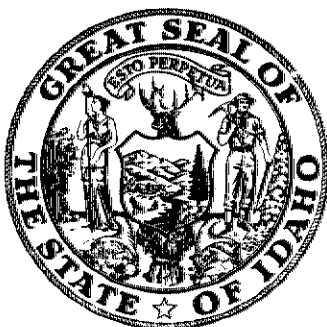
CERTIFICATE OF AMENDMENT OF

**CAMAS PRAIRIE INSURANCE, INC.
File Number C 118042**

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Amendment to the Articles of Incorporation of CAMAS PRAIRIE INSURANCE, INC. duly executed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Amendment to the Articles of Incorporation and attach hereto a duplicate original of the Articles of Amendment.

Dated: March 13, 1997



Pete T. Cenarrusa
SECRETARY OF STATE

By *Natalie Lamb*

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RESTATED ARTICLES OF INCORPORATION OF
CAMAS PRAIRIE INSURANCE, INC.

The undersigned, acting as incorporators of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is CAMAS PRAIRIE INSURANCE, INC..

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are: the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act, including but not limited to sales of insurance or annuities of any kind, nature or type.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 1000 shares of one class of common stock. The par value of said stock shall be \$1,000.00 per share.

FIFTH: Provisions for the regulation of the internal affairs of the corporation shall be governed by By-Laws adopted by the corporation.

SIXTH: The address of the initial registered office of the corporation is 608 King Street, Cottonwood, ID 83522, and the name of its initial registered agent at such address is Dominic J. Lustig.

SEVENTH: The number of directors constituting the initial board of directors of the corporation is two, and the names and addresses of the persons who are to serve as directors until the

IDaho SECRETARY OF STATE
DATE 03/13/1997
0900 72504 2
CX #: 8383 CUST# 70789
AMEND PROF 10 30.00= 30.00

1 first annual meeting of shareholders or until their successors are
2 elected and shall qualify are:

3 Dominic J. Lustig - P. O. Box 481, Cottonwood, ID 83522
4 Shelli Schumacher - 410 Junction, Cottonwood, ID 83522

5 EIGHTH: The name and address of each incorporator is:

6 Dominic J. Lustig - P. O. 481, Cottonwood, ID 83522
7 Shelli Schumacher - 410 Junction, Cottonwood, ID 83522

8 IN WITNESS WHEREOF, for the purpose of forming this
9 corporation under the laws of the State of Idaho as aforementioned,
10 the undersigned, constituting the incorporators of this
11 corporation, have executed these Articles of Incorporation this
12 4th day of March, 1997.

13 CAMAS PRAIRIE INSURANCE, INC.

14 D. Lustig, Pres.
15 DOMINIC J. LUSTIG

16 Shelli Schumacher
17 SHELLI SCHUMACHER

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1 STATE OF IDAHO)

ss.

2 County of Idaho)

3 On this 6th day of March, 1997, before me,

4 Marly C. Grandeur, a Notary for the said County and
5 State, personally appeared DOMINIC J. LUSTIG and SHELLI SCHUMACHER,
6 President and Secretary for CAMAS PRAIRIE INSURANCE, INC., known or
7 identified to me to be the persons whose names are subscribed to
8 the within instrument, and they acknowledged to me that they freely
9 executed the same and that the statements therein contained are
10 true.
11

12 IN WITNESS WHEREOF, I have hereunto set my hand and affixed my
13 official seal the day and year first above written.

14
15 (NOTARY SEAL)

Marly C. Grandeur
Notary Public for State of Idaho,
Residing at Cottonwood, therein.
My commission expires on
7-22-97.

18
19 VERIFICATION

20 STATE OF IDAHO)

ss.

21 County of Idaho)

22 DOMINIC J. LUSTIG, being first duly sworn upon his oat,
23 deposes and says:

24 That he is the President of CAMAS PRAIRIE INSURANCE, INC., and
25 has read the above Certificate of Restated Articles of
26

27 CERTIFICATE OF RESTATED
28 ARTICLES OF INCORPORATION

1 Incorporation, well knows the contents thereof, and verily believes
2 that fact stated therein to be true.

3
4 D. Lustig Pres
5 DOMINIC J. LUSTIG, President

6 SUBSCRIBED AND SWORN to before me this 6th day of
7 March, 1997.

8 (NOTARY SEAL)

9 Mauro C. Landon
10 Notary Public for State of Idaho,
11 Residing at Cottonwood, therein.
12 My commission expires on
13 7-22-97.

14 These Restated Articles of Incorporation are dated this 6
15 day of March, 1997.

16
17 D. Lustig Pres.
18 DOMINIC J. LUSTIG, President

19 ATTEST:

20 Shelli Schumacher
21 SHELLI SCHUMACHER, Secretary

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28 CERTIFICATE OF RESTATED
ARTICLES OF INCORPORATION

1 CERTIFICATION OF SHAREHOLDER APPROVAL OF THE RESTATED
2 ARTICLES OF INCORPORATION OF
3 CAMAS PRAIRIE INSURANCE, INC.

4 We the undersigned Dominic J. Lustig and Shelli Schumacher,
5 respectively, the President and Secretary of Camas Prairie
6 Insurance, Inc., an Idaho corporation, governed by the provision of
7 the Idaho Corporation Act and all laws amendatory thereof and
8 supplemental thereto, do hereby certify that at a special meeting
9 of the shareholders of said corporation held at Cottonwood, Idaho,
10 on the 4th day of March, 1997, pursuant to written notice
11 according to law at which meeting a quorum, the following
12 Resolution received an affirmative vote of a majority of the
13 shareholders present and was thus adopted:
14

15 BE IT RESOLVED that the Articles of Incorporation of Camas
16 Prairie Insurance, Inc., shall be and the same are hereby amended
17 by amending Article Three to provide as follows:

18 The purpose or purposes for which the corporation is organized
19 are: the transaction of any or all lawful business for which
20 corporations may be incorporated under the Idaho Business
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1 Corporation Act, including but not limited to sales of insurance or
2 annuities of any kind, nature or type.

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4 Camas Prairie Insurance, Inc.

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6 By: D. Lustig, Pres.
7 DOMINIC LUSTIG, President

8 ATTEST:

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10 Shelli Schumacher
11 SHELLI SCHUMACHER, Secretary
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