



Department of State.

**CERTIFICATE OF INCORPORATION
OF**

_____ MADER AGENCY, INC. _____

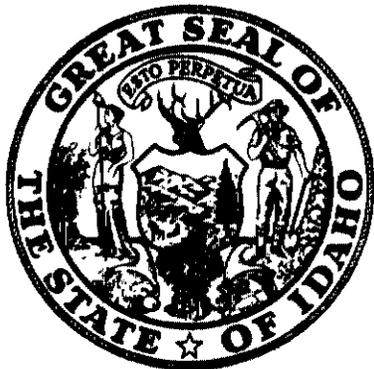
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

_____ MADER AGENCY, INC. _____,

duly signed 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 Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated _____ July 1 _____, 19 80 .



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

ARTICLES OF INCORPORATION

OF THE STATE OF IDAHO
MADER AGENCY, INC.

KNOW ALL MEN BY THESE PRESENTS, that we, the undersigned, Fred S. Mader and Ingrid M. Mader, each being a natural person of full age, and a citizen of the United States of America, have voluntarily and do hereby associate ourselves together for the purpose of forming a corporation under the Idaho Business Corporation Act, and we do hereby certify, declare and adopt the following Articles of Incorporation:

I.

The name of the corporation shall be Mader Agency, Inc.

II.

The period of existence and duration of the life of this corporation shall be perpetual.

III.

The location of the registered office of this corporation shall be Lewiston, Nezperce County, State of Idaho and the address of the registered office of the corporation shall be 111 Main Street, Lewiston, Idaho 83501 and the registered agent at this address is Fred S. Mader.

IV.

The nature of the business and the objectives and purposes to be transacted, promoted and carried out are to do any or all things herein mentioned as fully and to the same extent as natural persons might or could do, and in any part of the world, viz:

To carry on the general business of insurance, in selling, producing, and brokering life, disability, property and casualty insurance, establishing of sub-agencies to the main purpose for which the corporation is incorporated, to carry open and contract accounts on said business, to hire agents to sell and solicit insurance for said corporation. To do all things necessary and incidental to the business of insurance, and to adjust and settle claims for insurance; and to transact any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

V.

The Capital Stock of this corporation shall be TWENTY-FIVE THOUSAND DOLLARS (\$25,000.00) divided into two thousand, five hundred (2,500) shares of stock at a par value of TEN DOLLARS (\$10.00) each. No distinction shall exist between the shares of this corporation and all such shares shall have the same right in the corporation

VI.

The name and address of each of the incorporators and initial directors and the statement of the number of shares subscribed for by each is as follows, to wit:

- 1. Fred S. Mader, Box 189, Cottonwood, Idaho 1 shares
- 2. Ingrid M. Mader, Box 189, Cottonwood, Idaho 1 shares

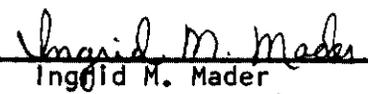
VII.

The private property of the stockholders shall not be subject to any payment of corporate debts to any extent whatsoever.

We, the undersigned, being each one of the original subscribers to the capital stock hereinafter named for the purpose of forming a corporation to do business both within and without the State of Idaho, and in pursuance of the laws of the State of Idaho, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated are true, and we respectively agree to take the number of shares hereinbefore set opposite our names and accordingly have hereunto set our hands and seals this 26th day of June, 1980.



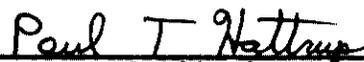
 Fred S. Mader
 Cottonwood, Idaho 83522
 Incorporator and Director



 Ingrid M. Mader
 Cottonwood, Idaho 83522
 Incorporator and Director

STATE OF IDAHO
COUNTY OF IDAHO) ss

On this 26th day of June, 1980, before me, the undersigned, a Notary Public in and for the said county and state, personally appeared Fred S. Mader and Ingrid M. Mader, known to me to be the persons whose names are subscribed to the above and foregoing instrument and they acknowledged to me that they executed the same.



 Notary Public for Idaho

Residing at Cottonwood, Idaho

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