

CERTIFICATE OF AUTHORITY
OF

TRANSPORTATION BENEFITS ASSOCIATES, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of TRANSPORTATION BENEFITS ASSOCIATES, INC.

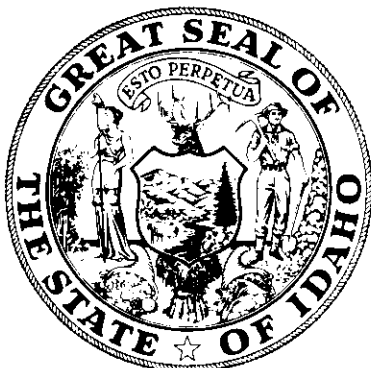
_____ for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to TRANSPORTATION BENEFITS ASSOCIATES, INC.

to transact business in this State under the name TRANSPORTATION BENEFITS ASSOCIATES, INC.

_____ and attach hereto a duplicate original of the Application for such Certificate.

Dated **December 27, 1985**



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, **Idaho Code**, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement: 03

1. The name of the corporation is TRANSPORTATION BENEFITS ASSOCIATES, INC.

2. The name which it shall use in Idaho is _____

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of WISCONSIN

4. The date of its incorporation is June 22, 1983 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 1748 N. Farwell Avenue, Milwaukee, WI 53202

6. The address to which correspondence should be addressed, if different from that in item 5.

7. The street address of its proposed registered office in Idaho is One Capitol Center, 999 Main Street, Suite 903, Drawer V, Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is Mr. Terry McDaniel c/o Brady, McDaniel & Matthews Chartered

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are: to engage in any lawful activity within the purposes for which a corporation may be organized under the laws of the State of Idaho including, but not limited to, doing business as an insurance intermediary, agent, broker or managing general agent.

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Peter J. Stockton</u>	<u>Pres. & Treas.</u>	<u>1748 N. Farwell Ave., Milwaukee, WI 53202</u>
<u>John P. Brady</u>	<u>Vice President</u>	<u>700 N. Water Street, Milwaukee, WI 53202</u>
<u>Lorraine Gustin</u>	<u>Secretary</u>	<u>1748 N. Farwell Avenue, Milw., WI 53202</u>
<u>Peter J. Stockton</u>	<u>DIRECTOR</u>	<u>1748 N. Farwell Avenue, Milw., WI - 53202</u>
<u>Lorraine Gustin</u>	<u>DIRECTOR</u>	<u>1748 N. Farwell Avenue, Milw., WI 53202</u>
<u>Walter R. Gustin</u>	<u>DIRECTOR</u>	<u>1748 N. Farwell Avenue, Milw., WI 53202</u>

(continued on reverse)

Name

Office

Address

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: 16/12/85

Transportation Benefits Associates Inc

(Corporation Name)

By

PJ Stockton

Peter J. Stockton

Its President/~~Vice President~~ (please specify)

President

and

Lorraine Gustin

Its Secretary/~~Assistant Secretary~~ (please specify)

Lorraine Gustin, Secretary

STATE OF Wisconsin

COUNTY OF Milwaukee

) ss:
)

I, John P Brady

, a notary public, do hereby certify that on

this 16th

day of December

, 19 85

, personally appeared before

me Peter Stockton

, who being by me first duly sworn, declared that ~~she~~

is the President

of Transportation Benefits Associates

Inc

that ~~he~~ signed the foregoing document as President of the corporation and that the statements therein contained are true.

[Signature]
Notary Public

United States of America
State of Wisconsin
OFFICE OF THE SECRETARY OF STATE

DEC 27 1983

To All to Whom These Presents Shall Come:

I, DOUGLAS La FOLLETTE, Secretary of State of the State of Wisconsin, do hereby certify that articles of incorporation of

TRANSPORTATION BENEFITS ASSOCIATES, INC.

were duly filed in this office on June 22, 1983 and that thereafter a certificate of such filing and grant of corporate powers and privileges was duly issued to said organization under the hand and seal of the Secretary of State of the State of Wisconsin, as provided by law.

I further certify that it appears from the records of this office that said organization continued and now is a body corporate, duly and legally incorporated, organized and existing by and under the laws of this state, and is in good standing.

IN TESTIMONY WHEREOF, I have
hereunto set my hand and affixed my official
seal, at Madison, on

OCT 25 1985

Douglas La Follette

DOUGLAS La FOLLETTE
Secretary of State

BY: *Doris Seem*

