

State of Idaho

Department of State.

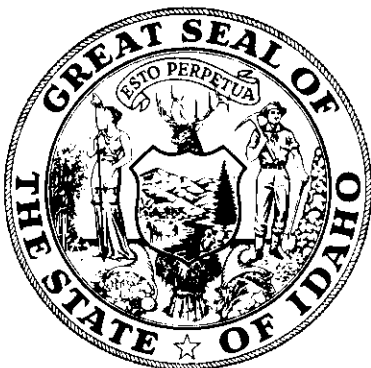
CERTIFICATE OF AUTHORITY OF

LINCOLN NATIONAL ADMINISTRATIVE SERVICES CORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of LINCOLN NATIONAL ADMINISTRATIVE SERVICES CORPORATION 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 LINCOLN NATIONAL ADMINISTRATIVE SERVICES CORPORATION to transact business in this State under the name LINCOLN NATIONAL ADMINISTRATIVE SERVICES CORPORATION and attach hereto a duplicate original of the Application for such Certificate.

Dated November 12, 19 81.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

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:

1. The name of the corporation is Lincoln National Administrative Services
Corporation
2. *The name which it shall use in Idaho is same as #1 above.
3. It is incorporated under the laws of the state of Indiana
4. The date of its incorporation is March 9, 1981 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 1300 South Clinton Street, Fort Wayne, Indiana 46801
6. The street address of its proposed registered office in Idaho is One Capital Center,
999 Main Street, Boise, Idaho 83702, and the name of its proposed registered agent in Idaho at that address is The Prentice-Hall Corporation System, Inc.
7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
To conduct administrative services related to the functions involved
in the operation of an insurance company.
8. The names and respective addresses of its directors and officers are:

Name	Office	Address
Howard E. Steele	President & Director	1300 S. Clinton St., Ft. Wayne, IN 46801
Peter J. Cross	Sr. Vice Pres. & Director	1300 S. Clinton St., Ft. Wayne, IN 46801
Don F. Fackler	Sr. Vice Pres. & Director	1300 S. Clinton St., Ft. Wayne, IN 46801
William J. Lawson	Vice President	1300 S. Clinton St., Ft. Wayne, IN 46801
Robert A. Nikels	Vice President	1300 S. Clinton St., Ft. Wayne, IN 46801
Marilyn A. Vachon	Secretary	1300 S. Clinton St., Ft. Wayne, IN 46801
Gerald E. Snyder	Treasurer	1300 S. Clinton St., Ft. Wayne, IN 46801

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>1,000</u>	<u>Common Stock</u>	<u>\$1.00</u>
<u> </u>	<u> </u>	<u> </u>
<u> </u>	<u> </u>	<u> </u>

(continued on reverse)

10. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>1,000</u>	<u>Common Stock</u>	<u>\$1.00</u>
_____	_____	_____
_____	_____	_____

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

12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated November 4, 1981.

LINCOLN NATIONAL ADMINISTRATIVE SERVICES CORPORATION

By [Signature]

Its _____ President.

and [Signature]

Its _____ Secretary

STATE OF INDIANA)
)ss:
COUNTY OF ALLEN)

I, JULIE A. ROMINE, a notary public, do hereby certify that on this 4th day of November, 1981, personally appeared before me Howard E. Steele, who being by me first duly sworn, declared that he is the President of Lincoln National Administrative Services Corporation.

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

JULIE A. ROMINE
Notary Public in and for Allen County, Indiana
Residing in Fort Wayne, Indiana
My Commission Expires February 15, 1982

[Signature]
Notary Public

*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.

STATE OF INDIANA
OFFICE OF THE SECRETARY OF STATE

8103-249
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CERTIFICATE OF INCORPORATION
OF

LINCOLN NATIONAL ADMINISTRATIVE SERVICES CORPORATION

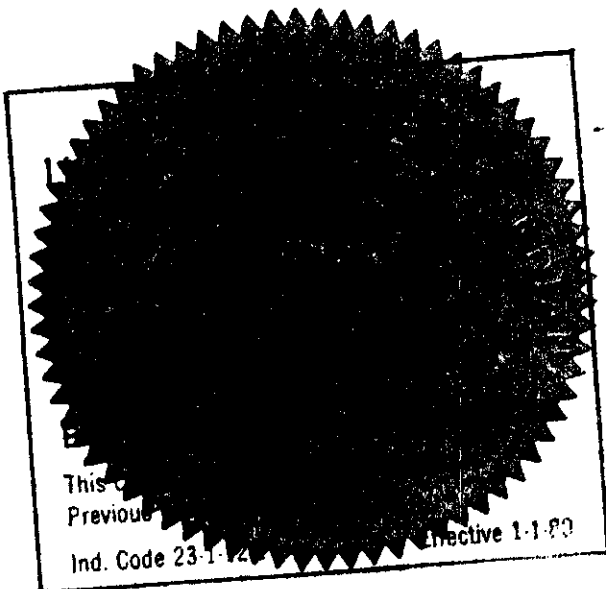
I, EDWIN J. SIMCOX, *Secretary of State of Indiana*, hereby certify that Articles of Incorporation of the above Corporation, in the form prescribed by my office, prepared and signed in duplicate by the incorporator(s), and acknowledged and verified by the same before a Notary Public, have been presented to me at my office accompanied by the fees prescribed by law; that I have found such Articles conform to law; that I have endorsed my approval upon the duplicate copies of such Articles; that all fees have been paid as required by law; that one copy of such Articles has been filed in my office; and that the remaining copy of such Articles bearing the endorsement of my approval and filing has been returned by me to the incorporator(s) or his (their) representatives; all as prescribed by the provisions of the ... INDIANA GENERAL CORPORATION ACT

....., as amended.
NOW, THEREFORE, I hereby issue to such Corporation this Certificate of Incorporation, and further certify that its corporate existence has begun.

In Witness Whereof, I have hereunto set my hand and affixed
the seal of the State of Indiana, at the City of Indianapolis,
this 9th day of
..... MARCH 81
....., 19.....

EDWIN J. SIMCOX, *Secretary of State*

By.....
Deputy



NOTE: This form may now also be used for incorporating pursuant to the Medical Professional Corporation Act, the Dental Professional Corporation Act, and the Professional Corporation Act of 1965, as well as the General Corporation Act. If the corporation is to be formed pursuant to the authority of one of these statutes *other* than the General Corporation Act, so indicate in the preamble below by striking the references to the three inappropriate statutes. Professional Accounting Corporations are considered to be formed pursuant to the authority of the *Indiana General Corporation Act*, but subject to the provisions of IC 23-1-13.5, and appropriate statutory reference should be made in the preamble or Article II below.

APPROVED
AND
FILED

MAR 03 1981

Corporate Form No. 101 (Jan. 1977)—Page One

ARTICLES OF INCORPORATION

Edwin J. Simecox, Secretary of State of Indiana

Use White Paper—Size 8½ x 11—For Inserts

Filing Requirements—Present 2 originally signed and fully executed copies to Secretary of State, Room 155, State House, Indianapolis 46204

Recording Requirements—Recording of Articles of Incorporation in the Office of the County Recorder is no longer required by the Indiana General Corporation Act.

ARTICLES OF INCORPORATION OF

LINCOLN NATIONAL ADMINISTRATIVE SERVICES CORPORATION

The undersigned incorporator or incorporators, desiring to form a corporation (hereinafter referred to as the "Corporation") pursuant to the provisions of the Indiana General Corporation Act (Medical Professional Corporation Act/Dental Professional Corporation Act/Professional Corporation Act of 1965), as amended (hereinafter referred to as the "Act"), execute the following Articles of Incorporation.

ARTICLE I Name

The name of the Corporation is Lincoln National Administrative Services Corporation.

ARTICLE II Purposes

The purposes for which the Corporation is formed are:

Section 1. To render services related to the functions involved in the operation of an insurance business, including, but not limited to, actuarial, data processing, accounting, claims, and collection services.

Section 2. To provide administrative services to employee welfare benefit and pension plans for any government, government agency, corporation, firm, organization, association, group or other entity.

Section 3. To conduct any other business activities reasonably ancillary to an insurance business, but which do not constitute the business of insurance.

Section 4. To transact any other lawful business for which corporations may be organized under this Act.

ARTICLE III Period of Existence

The period during which the Corporation shall continue is Perpetual.

ARTICLE IV Resident Agent and Principal Office

Section 1. Resident Agent. The name and address of the Corporation's Resident Agent for service of process is The Prentice-Hall Corporation System, Inc. Circle Tower
(Name) (Number and Street or Building)
Indianapolis Indiana 46204
(City) (State) (Zip Code)

Section 2. Principal Office. The post office address of the principal office of the Corporation is 1300 South Clinton Street Fort Wayne Indiana 46801
(Number and Street or Building) (City) (State) (Zip Code)

ARTICLE V Authorized Shares

Section 1. Number of Shares:

The total number of shares which the Corporation is to have authority to issue is 1,000, consisting of a single class to be known as Common Stock.

- A. The number of authorized shares which the corporation designates as having par value is 1,000 with a par value of \$1.00.
- B. The number of authorized shares which the corporation designates as without par value is None.

Section 2. Terms of Shares (if any):

Voting Rights. Except as otherwise provided by law, every holder of Common Stock shall have the right at every shareholders' meeting to one vote for each share of Common Stock standing in his or her name on the books of the Corporation on the date established by the Board of Directors as the record date for determination of shareholders entitled to vote at such meeting.

ARTICLE VI

Requirements Prior To Doing Business

The Corporation will not commence business until consideration of the value of at least \$1,000 (one thousand dollars) has been received for the issuance of shares.

ARTICLE VII

Director(s)

Section 1. Number of Directors: The initial Board of Directors is composed of.....3.....member(s). The number of directors may be from time to time fixed by the By-Laws of the Corporation at any number. In the absence of a By-Law fixing the number of directors, the number shall be five (5).

Section 2. Names and Post Office Addresses of the Director(s): The name(s) and post office address(es) of the initial Board of Director(s) of the Corporation~~xx~~ (are):

<u>Name</u>	<u>Number and Street or Building</u>	<u>City</u>	<u>State</u>	<u>Zip Code</u>
Howard E. Steele	1300 South Clinton Street	Fort Wayne	IN	46801
Don Fackler	1300 South Clinton Street	Fort Wayne	IN	46801
Peter J. Cross	1300 South Clinton Street	Fort Wayne	IN	46801

Section 3. Qualifications of Directors (if any):

None, except as provided in the Act.

ARTICLE VIII **Incorporator(s)**

The name~~(s)~~ and post office address~~(s)~~ of the incorporator~~(s)~~ of the Corporation is ~~(s)~~:


<u>Name</u>	<u>Number and Street or Building</u>	<u>City</u>	<u>State</u>	<u>Zip Code</u>
J. Michael Keefer	1300 South Clinton Street	Fort Wayne	IN	46801

ARTICLE IX **Provisions for Regulation of Business** **and Conduct of Affairs of Corporation**

("Powers" of the Corporation, its directors or shareholders)

Section 1. Meetings of the Shareholders. Meetings of shareholders of the Corporation shall be held at the principal office of the Corporation or at such other place, within or without the state of Indiana, as may be specified in the respective notices, or waivers of notice, of such meetings.

IN WITNESS WHEREOF, the undersigned, being *all* of the incorporator(s) designated in Article VIII, execute(s) these Articles of Incorporation and certify to the truth of the facts herein stated, this 5th day of March, 1981.


 (Written Signature)
 J. Michael Keefer
 (Printed Signature)

 (Written Signature)

 (Printed Signature)

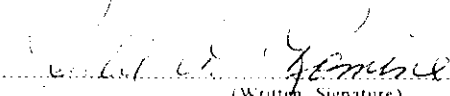
 (Written Signature)

 (Printed Signature)

STATE OF INDIANA }
 COUNTY OF ALLEN } ss:

I, the undersigned, a Notary Public duly commissioned to take acknowledgements and administer oaths in the State of Indiana, certify that J. Michael Keefer, being _____, ~~is~~ the incorporator(s) referred to in Article VIII of the foregoing Articles of Incorporation, personally appeared before me; acknowledged the execution thereof; and swore to the truth of the facts therein stated.

Witness my hand and Notarial Seal this 5th day of March, 1981.


 (Written Signature)
 JULIE A. ROMINE
 Notary Public in and for Allen County, Indiana
 Residing in Fort Wayne, Indiana
 My Commission Expires February 15, 1982

My Commission Expires:

Notary Public

This instrument was prepared by J. Michael Keefer, Attorney at Law,
 (Name)
1300 South Clinton Street Fort Wayne Indiana 46801
 (Number and Street or Building) (City) (State) (Zip Code)