

96061-7780

State of Idaho

Department of State

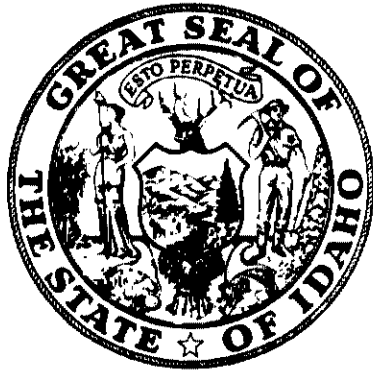
CERTIFICATE OF AUTHORITY OF

SP INSURANCE AGENCY, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of SP INSURANCE AGENCY, 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 SP INSURANCE AGENCY, INC. to transact business in this State under the name SP INSURANCE AGENCY, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated August 14, 1991



Pete T. Cenarrusa

SECRETARY OF STATE

Elizabeth M. Hakala
Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

RECEIVED
SEC. OF STATE
AUG 5 AM 11 13

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:

RECEIVED
SEC. OF STATE

1. The name of the corporation is SP Insurance Agency, Inc.

'91 AUG 14 AM 8 42

2. The name which it shall use in Idaho is SP Insurance Agency, Inc.

(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 Delaware

4. The date of its incorporation is March 8, 1974 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 10174 Old Grove Road, San Diego, California 92131

6. The address to which correspondence should be addressed, if different from that in item 5. 10174 Old Grove Road, San Diego, California 92131

7. The street address of its proposed registered office in Idaho is 300 North 6th Street, Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is CT Corporation System

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are: Insurance Agency Business

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

Name	Office	Address
<u>see attached</u>		

(continued on reverse)

SP INSURANCE AGENCY, INC.
(a Delaware corporation)

DIRECTORS

Nicholas B. Binkley
Lynn L. Fetterly
Joseph P. Raftery
Robert R. Morlan

OFFICERS

Joseph P. Raftery	Chairman of the Board and Chief Executive Officer
Nicholas B. Binkley	Vice Chairman of the Board
Lynn L. Fetterly	Vice Chairman of the Board
Robert R. Morlan	President and Chief Operating Officer
Raymond B. LuBien	Executive Vice President
James L. Aeling	Senior Vice President and Treasurer
Robert M. Coffey	Senior Vice President and Assistant Secretary
Patricia Kelleher	Senior Vice President
George W. Knight, Jr.	Senior Vice President
Elaine M. Aeling	Vice President
Michael A. Bartling	Vice President and Assistant Treasurer
Joan S. Bench	Vice President and Secretary
Cheri T. Derryberry	Vice President
Maurice K. DeWolff	Vice President
Linda J. Frost	Vice President
Anthony P. Gallia	Vice President
Stuart L. Kesselhaut	Vice President
Charles L. Laird	Vice President
Catherine M. MacIver	Vice President
Paul E. Miller	Vice President
James W. Potter	Vice President
Rosalind K. Stanford	Vice President
Ellen M. Trammell	Vice President
Cameron E. Williams	Vice President
Raymond W. McKee	Assistant Treasurer

INVESTMENT POLICY COMMITTEE

James L. Aeling
Lynn L. Fetterly
Robert R. Morlan
Joseph P. Raftery
Cameron E. Williams

Revised 7-22-91

State of Delaware
RECEIVED
SEC. OF STATE
5 August 1991

PAGE 1

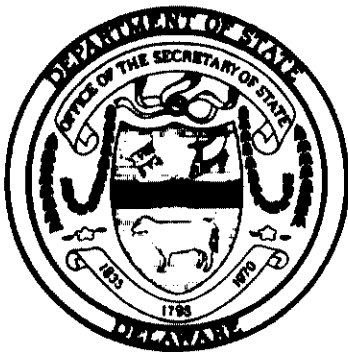


RECEIVED
SEC. OF STATE
91 AUG 14 AM 8 42

Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY SP INSURANCE AGENCY, INC. IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW. AS OF THE DATE SHOWN BELOW.

* * * * *



Michael Harkins
Michael Harkins, Secretary of State

AUTHENTICATION:

*3119459

DATE:

87/24/1991

912845199