

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

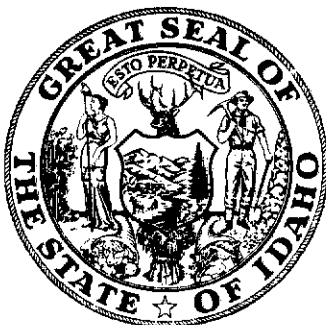
KNIGHTON INSURANCE, INC.

File number C 119509

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 the above named corporation, 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: May 15, 1997



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Jonny Harold*

Articles of Incorporation  
of  
Knighton Insurance, Inc.

97 MAY 15 AM 8:49  
SECRETARY OF STATE  
STATE OF IDAHO

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

ARTICLE I

NAME: The name of the Corporation is Knighton Insurance, Inc.

ARTICLE II

DURATION: The duration of the corporation shall be perpetual.

ARTICLE III

PURPOSE AND POWERS: The purpose or purposes for which the corporation is organized are:

(a) To engage in the business of insurance sales.

(b) To have all rights and powers normally ascribed to and incidental to said primary purpose and to business operations in general including, but not limited to; raising capital and operating monies; entering into, performing and carrying out contracts; entering into joint ventures or limited partnerships; acquiring, by purchase or otherwise, maintaining, developing, improving, financing, mortgaging, selling, renting, or exchanging such real property, equipment and other facilities as are needed by the Corporation, and to undertake all business transactions, functions and service ordinary and necessary to the business, as set forth above, or any other lawful business authorized under the laws of this State.

(c) To have as its purpose the pursuit and development of any other business opportunities that relate to its primary purpose, as set forth above.

(d) To engage in any other lawful activities permitted by the Idaho Business Corporation Act.

ARTICLE IV

AUTHORIZED SHARES: The aggregate number of shares of common stock which the Corporation shall have authority to issue is 10,000, all of which shall be 100.00= 100.00

IDAHO SECRETARY OF STATE  
DATE 05/15/1997  
0500 52000 2  
OK 1: 3475  
CORP 100.00= 100.00

have a par value of \$1.00 per share.

#### ARTICLE V

**REGISTERED OFFICE AND AGENT:** The address of the Corporation's initial registration office is 339 Ash Street, Twin Falls, ID 83301. The name of its initial registered agent at such address is Natalie D. Knighton.

#### ARTICLE VI

**DIRECTORS:** The number of directors constituting the initial Board of Directors of the Corporation is one (1), and the name and address of the person who is to serve as director until the first annual meeting of shareholders or until their successors are elected and shall qualify is:

Name	Address
Natalie D. Knighton	339 Ash Street Twin Falls, ID 83301

**INCORPORATORS:** The name and address of the incorporator is:

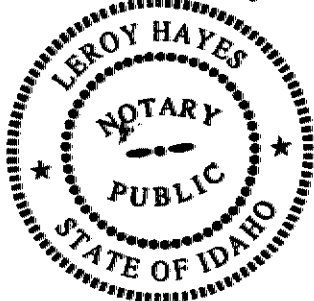
Name	Address
Natalie D. Knighton	339 Ash Street Twin Falls, ID 83301

DATED: 5/12/97

Natalie D. Knighton  
Natalie D. Knighton

STATE OF IDAHO                     )  
  ) ss.  
County of Twin Falls             )

On this 12<sup>th</sup> day of May, 1997 before me, a Notary Public for Idaho, personally appeared Natalie D. Knighton, known or identified to me to be the person who executed the foregoing instrument, and acknowledged to me that she executed the same. IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year last above written.



NOTARY PUBLIC FOR IDAHO [Signature]  
Residing at: Twin Falls  
My commission expires: 11/20/97