



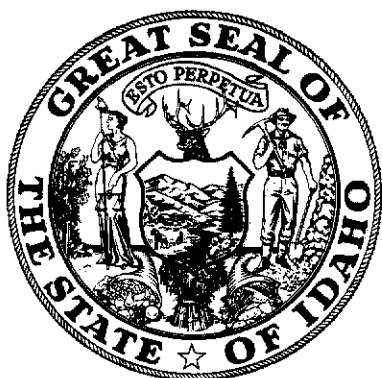
CERTIFICATE OF INCORPORATION
OF

UNITED ALLIANCE & FIDELITY CORPORATION

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 14, 1987*



Pete T. Cenarrusa

SECRETARY OF STATE

by: *[Signature]*

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ARTICLES OF INCORPORATION
OF
UNITED ALLIANCE & FIDELITY CORPORATION

The undersigned, acting as the incorporators of a corporation under the Idaho Business Corporation Act, and pursuant to Idaho Code § 41-2801, et seq., adopt the following Articles of Incorporation for such corporation:

FIRST: That the name of the corporation is:

UNITED ALLIANCE & FIDELITY CORPORATION

SECOND: That the period of its duration is perpetual.

THIRD: That the purpose for which the corporation is organized is the transaction of insurance business including surety, property, general casualty, marine and transportation, vehicle, disability and workmen's compensation lines, and business activities reasonably and necessarily incidental to such insurance business.

FOURTH: That the authorized capital stock of the corporation shall be in the aggregate sum of three million dollars (\$3,000,000.00), consisting of one and one-half million (1,500,000) shares all of one class, common voting stock of a par value of \$2.00 per share. None of such stock shall be subject to assessment.

FIFTH: That the address of the initial registered office of the corporation is 357 West Fir, Shelley, Idaho 83274; that the name of its initial registered agent at such address is: Merrill T. Blake.

SIXTH: The Shareholders of the corporation may, from time to time, distribute dividends to themselves only to the extent permitted under Idaho Code § 41-2843 or as otherwise provided or permitted by law and as authorized by an affirmative vote of the holders of a majority of the outstanding shares of stock of the corporation.

SEVENTH: That the number of Directors constituting the initial Board of Directors of the corporation is five (5), and the names and addresses of the persons who are to serve as Directors until the first annual meeting of the Stockholders or until their successor is elected and shall qualify are:

<u>Name</u>	<u>Address</u>
Merril T. Blake	1149 East 1250 North Shelley, Idaho 83274
Wanda M. Blake	1149 East 1250 North Shelley, Idaho 83274
Barbara Iles	1224 North 1150 East Shelley, Idaho 83274
Jay L. Stolworthy	820 South Park Shelley, Idaho 83274
Merri-Lynn Stolworthy	820 South Park Shelley, Idaho 83274

EIGHTH: That the names and addresses of the incorporators,
all of whom are residents of the State of Idaho, are:

<u>Name</u>	<u>Address</u>
Merril T. Blake	1149 East 1250 North Shelley, Idaho 83274
Wanda M. Blake	1149 East 1250 North Shelley, Idaho 83274
Barbara Iles	1224 North 1150 East Shelley, Idaho 83274
Jay L. Stolworthy	820 South Park Shelley, Idaho 83274
Merri-Lynn Stolworthy	820 South Park Shelley, Idaho 83274
Donald H. Bukowski	1227 North 1150 East Shelley, Idaho 83274
Ruth E. Burkowski	1227 North 1150 East Shelley, Idaho 83274

Dated this 30th day of January, 1987.


Merril T. Blake


Wanda M. Blake


Barbara Iles

Jay L Stolworthy
Jay L Stolworthy

Merri Lynn Stolworthy
Merri-Lynn Stolworthy

Donald H Bukowski
Donald H. Bukowski

Ruth E Bukowski
Ruth E. Bukowski

STATE OF IDAHO)
) ss.
County of Bingham)

ON THIS 30th day of January, 1987, before me,
Lamona Dugger, a Notary Public in and for said
State, personally appeared MERRIL T. BLAKE and WANDA M. BLAKE,
known to me to be the persons whose names are subscribed to the
within and foregoing instrument, and acknowledged to me that they
executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed
my official seal, the day and year in this certificate first
above written.

Lamona Dugger
Notary Public for Idaho
Residing at: Shelley, Id.
My Commission Expires: Life

STATE OF IDAHO)
) ss.
County of Bingham)

ON THIS 30th day of January, 1987, before me,
Ramona Duggan, a Notary Public in and for said
State, personally appeared BARBARA ILES, known to me to be the
person whose name is subscribed to the within and 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 in this certificate first
above written.

Ramona Duggan
Notary Public for Idaho
Residing at: Shelley, Id.
My Commission Expires: Life

STATE OF IDAHO)
) ss.
County of Bingham)

ON THIS 30th day of January, 1987, before me,
Ramona Duggan, a Notary Public in and for said
State, personally appeared JAY L. STOLWORTHY and MERRI-LYNN
STOLWORTHY, known to me to be the persons whose names are
subscribed to the within and foregoing instrument, and
acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed
my official seal, the day and year in this certificate first
above written.

Ramona Duggan
Notary Public for Idaho
Residing at: Shelley, Id.
My Commission Expires: Life

STATE OF IDAHO)
) ss.
County of Bingham)

ON THIS 30th day of January, 1987, before me,
Larmona Duggen, a Notary Public in and for said
State, personally appeared DONALD H. BUKOWSKI and RUTH E.
BUKOWSKI, known to me to be the persons whose names are
subscribed to the within and foregoing instrument, and
acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed
my official seal, the day and year in this certificate first
above written.

Larmona Duggen
Notary Public for Idaho
Residing at: Shelley, Id.
My Commission Expires: Life