

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

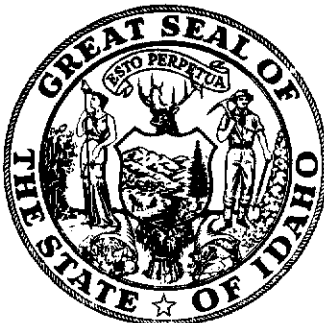
IDAHO EMPLOYEE BENEFITS, INC.

File number C 108691

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: December 27, 1994



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Cara Sikes*

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SEC. OF STATE  
JAN 11 1994

# ARTICLES OF INCORPORATION

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The undersigned persons, pursuant to Section 30-1-54, of the IDAHO BUSINESS CORPORATION ACT 1993, hereby execute the following document and set forth:

1. The name of the corporation is Idaho Employee Benefits, Inc.
2. The domicile address is 1230 No. Skyline Drive, Ste. A-2, Idaho Falls, Idaho 83402.
3. The period of duration is perpetual.
4. The purpose or purposes for which this corporation is organized is to engage in, but not limited to, the sales and service of life, health, and/or disability insurance and employee benefits, or any or all lawful business for which corporations may be incorporated under this act for profit.
5. (a) The number and classes of shares the corporation is authorized to issue are as follows:

<u>CLASS</u>	<u>No. of Shares Authorized</u>
Common	1,000 shares

(b) No Par Value

6. The street address of its initial registered office is:

1230 No. Skyline Drive, Idaho Falls, Idaho 83402

7. The name and complete address of each incorporator is as follows:

(a). Richard L. Staten; 1230 No. Skyline Drive, Idaho Falls, Idaho 83402

(b). Diane Roush; 1230 No. Skyline Drive, Idaho Falls, Idaho 83402

(c). Mary Lou Staten; 1230 No. Skyline Drive, Idaho Falls, CORP  
Idaho 83402

IDAHO SECRETARY OF STATE

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(d). Glenn Roush; 1230 No. Skyline Drive, Idaho Falls,  
Idaho 83402

8. The above named incorporators will serve as the initial board of directors until the first annual meeting of stockholders or until their successors are elected and qualify.
9. Except as provided for under Section 30-1-48, Idaho Code, this provision eliminates the personal liability of a director to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director.
10. SIGNED AND SEALED on this the 12th day of December, 1994 at the first meeting of the incorporators held at the office at 1230 No. Skyline Drive, Idaho Falls, Idaho 83402.

  
Richard L. Staten, Incorporator

  
Diane Roush, Incorporator

  
Mary Lou Staten, Incorporator

  
Glenn Roush, Incorporator

The initial registered agent is: Richard L. Staten  
1230 N. Skyline Drive Ste A-2  
Idaho Falls, ID 83402