

State of Idaho

Department of State

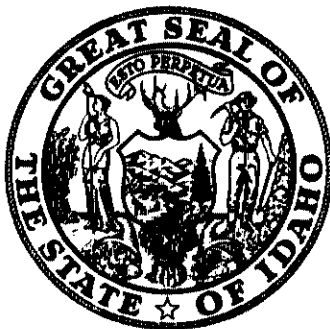
CERTIFICATE OF AUTHORITY OF

MOUNTAIN INSURANCE AGENCY, INC.

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

Dated: March 23, 1993



Pete T. Cenarrusa
SECRETARY OF STATE

By *[Signature]*

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

RECEIVED
SEC. OF STATE

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 Mountain Insurance Agency, Inc.
2. The name which it shall use in Idaho is same
- (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 Massachusetts
4. The date of its incorporation is June 26, 1991 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 Five The Mountain Road, Framingham, Massachusetts 01701
6. The address to which correspondence should be addressed, if different from that in Item 5. 6363 College Boulevard, Overland Park, Kansas 66211
7. The street address of its proposed registered office in Idaho is 688 W. Willowbrook Drive
Meridian, Idaho 83642-1698, and the name of its proposed registered agent in Idaho at that address is Greg Powell
8. The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are: to act as an insurance agency

(Continued on reverse)

Submit application and certificate of status to:

Office of the Secretary of State
Division of Corporations
Statehouse, Room 203
Boise, Idaho 83720

Secretary of State use only

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19930323 0900 60572 2
CK #: 2007 CUST# 1
CORPORATIO 10 15.00 10.00
:

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

Name	Office	Address
(See List Attached)		

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

11. This application is accompanied by a Certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: March 19, 1993

Mountain Insurance Agency, Inc.

(Corporation name)

By S.R. Smith Its President/Vice President (please specify)

and M.J. Thum Its Secretary/Assistant Secretary (please specify)

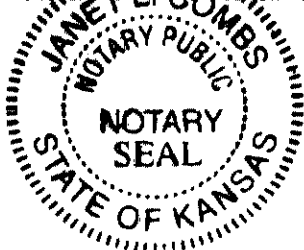
STATE OF Kansas)

COUNTY OF Johnson)

ss:

I, Janet L. Combs, a notary public, do hereby certify that on this 19th day of March, 19 93, personally appeared before me S. R. Smith, who being by me first duly sworn, declared that (s)he is the President of Mountain Insurance Agency, Inc.

that (s)he signed the foregoing documents as President of the corporation and that the statements therein contained are true.

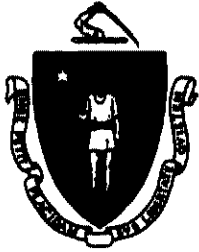


Janet L. Combs
Notary Public

MOUNTAIN INSURANCE AGENCY, INC.

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
S. R. Smith	President *	6363 College Boulevard Overland Park, KS 66211
R. S. Lyon	Director	6363 College Boulevard Overland Park, KS 66211
J. J. McCartney	Senior V. P., Treasurer *	6363 College Boulevard Overland Park, KS 66211
M. F. Bisson	Vice President	11422 Miracle Hills Dr. Suite #406 Omaha, NE 68154
D. L. Crawford	Vice President	Five The Mountain Road Framingham, MA 01701
D. E. Desroches	Vice President	6363 College Boulevard Overland Park, KS 66211
K. S. Funk	Vice President	6133 N. River Rd., #320 Rosemont, IL 60018
C. J. Gross	Vice President	6363 College Boulevard Overland Park, KS 66211
J. I. Mares	Vice President	400 Galleria Officentre Southfield, MI 48034
B. P. Shea	Vice President	Five The Mountain Road Framingham, MA 01701
M. J. Thum	V. P., Gen. Cnsl. & Clerk *	6363 College Boulevard Overland Park, KS 66211
R. C. Wickersham	Vice President	100 Walnut Avenue, #206 Clark, NJ 07066
W. M. Stroud	Asst. Treasurer	1400 American Lane Schaumburg, IL 60196

* - Indicates that officer is also a director



The Commonwealth of Massachusetts
Office of the Secretary of State
State House, Boston 02133

MICHAEL J. CONNOLLY
SECRETARY OF STATE

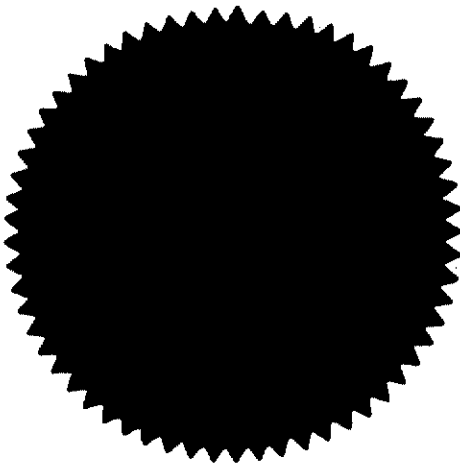
March 3, 1993

TO WHOM IT MAY CONCERN:

I hereby certify that **Mountain Insurance Agency, Inc.**
appears by the records of this office to have been incorporated
under the General Laws of this Commonwealth on **June 26, 1991**

I further certify that so far as appears of record here, said
corporation still has a legal existence.

IN TESTIMONY of which, I have hereunto
affixed the Great Seal of
the Commonwealth on the
date first above written.



Michael J. Connolly

Secretary of State

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SECRET
OFFICE OF THE SECRETARY OF STATE