

# State of Idaho

## Department of State

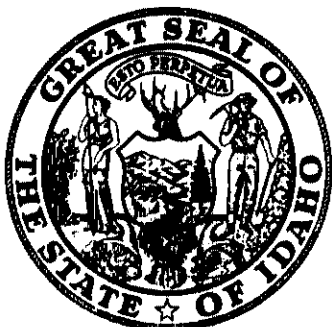
### CERTIFICATE OF AUTHORITY OF

SELECT BENEFITS, INC.

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

Dated: February 15, 1994



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Shirley J. Clark*

# APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

FEB 15 10 14 AM '94

SECRETARY 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 SELECT BENEFITS, INC.

2. The name which it shall use in Idaho is \_\_\_\_\_

(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 Indiana

4. The date of its incorporation is January 21, 1993 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 8777 Purdue Road, Suite 330, Indianapolis, Indiana 46268

6. The address to which correspondence should be addressed, if different from that in item 5. Same

7. The street address of its proposed registered office in Idaho is 300 North 6th Street  
Boise, Idaho 87301, and the name of its proposed registered agent in Idaho at that address is C T CORPORATION SYSTEM

8. The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are:

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized to do business under the laws of Idaho.

(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  
IDAHO SECRETARY OF STATE  
19940215 0900 55845 4  
CK #: 43368 CUST# 21069  
CORP 10 100.00= 100.00

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

Name	Office	Address
<u>David C. Hooper</u>	<u>President and Director</u>	<u>8777 Purdue Road, Suite 330, Indianapolis, Indiana 46268</u>
<u>Steven W. Hendrixson</u>	<u>Vice President and Treasurer</u>	<u>8777 Purdue Road, Suite 330, Indianapolis, Indiana 46268</u>
<u>David B. Neitzel</u>	<u>President and Director</u>	<u>8777 Purdue Road, Suite 330, Indianapolis, Indiana 46268</u>
<u>John B. Bridge</u>	<u>Counsel and Secretary and Director</u>	<u>8777 Purdue Road, Suite 330, Indianapolis, Indiana 46268</u>
<u>Lanny R. Green</u>	<u>Director</u>	<u>8777 Purdue Road, Suite 330, Indianapolis, Indiana 46268</u>
<u>Eric Olson</u>	<u>Chairman and Director</u>	<u>8777 Purdue Road, Suite 330, Indianapolis, Indiana 46268</u>
<u>Amy M. Scott</u>	<u>Assistant Secretary</u>	<u>8777 Purdue Road, Suite 330, Indianapolis, Indiana 46268</u>
_____	_____	_____
_____	_____	_____

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: February 2, 1994

SELECT BENEFITS, INC.

(Corporation Name)

By David B. Neitzel  
David B. Neitzel Its President/Vice President (please specify)  
and John B. Bridge  
John B. Bridge Its Secretary/Assistant Secretary (please specify)

STATE OF Indiana

COUNTY OF Marion

I, Mary Catherine Reed, a notary public, do hereby certify that on this 2nd day of February, 1994, personally appeared before me David B. Neitzel, who being by me first duly sworn, declared that (s)he is the Vice President of \_\_\_\_\_

SELECT BENEFITS, INC.

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

MARY CATHERINE REED  
NOTARY PUBLIC STATE OF INDIANA  
HENDRICKS COUNTY  
MY COMMISSION EXP. JULY 9, 1997

Mary Catherine Reed  
Notary Public

STATE OF INDIANA  
OFFICE OF THE SECRETARY OF STATE

CERTIFICATE OF EXISTENCE

FEB 15 10 14 AM '94  
SECRETARY OF STATE

To Whom These Presents Come, Greeting:

I, JOSEPH H. HOGSETT, Secretary of State of Indiana, do hereby certify that I am, by virtue of the laws of the State of Indiana, the custodian of the corporate records and the proper office to execute this certificate.

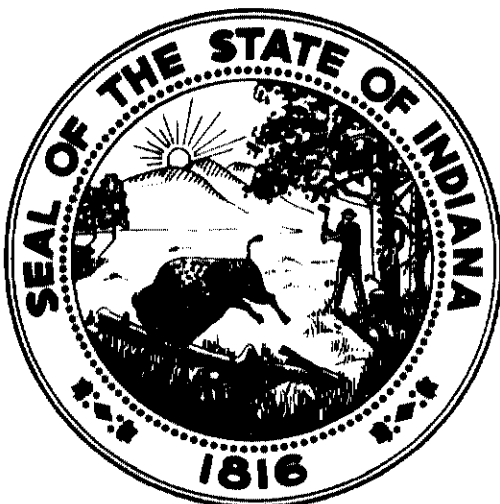
I further certify that records of this office disclose that

**SELECT BENEFITS, INC.**

filed Articles of Incorporation on January 21, 1993, and is a corporation duly organized and existing under and by virtue of the Laws of the State of Indiana.

I further certify this corporation has filed its most recent annual report required by law with the Secretary of State, or is not yet required to file such annual reports; and that Articles of Dissolution have not been filed, thus making the corporation in existence in the State of Indiana.

In Witness Whereof, I have hereunto set my  
hand and affixed the seal of the State of  
Indiana, at the City of Indianapolis, this  
Fourth day of February, 1994



JOSEPH H. HOGSETT, Secretary of State

By

Deputy