This Certificate of Incorporation is issued "nunc pro tunc", by reason of the fact that there is no record of a copy of the certificate on file in this office.

State of Idaho

ESTO PERPETUA

Department of State.

CERTIFICATE OF INCORPORATION

I, ~~IRA H. MASTERS~~ JAS. H. YOUNG, *Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that* ~~the original~~ a copy *of the articles of incorporation of*

GRANGE MUTUAL LIFE COMPANY

was filed in the office of the Secretary of State on the **Second** *day of* **December** *A. D. One Thousand Nine Hundred* **Fifty** *and is duly recorded on Film No.* **65** *of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103 and Sections 30-1001 to 30-1005, inclusive, Idaho Code.*

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for **perpetual existence** *from the date hereof, with its registered office in this State located at* **Nampa** *in the County of* **Canyon** *and as such are subject to the rights, privileges and limitations granted to Non-Profit cooperative Associations, as provided in Chapter 10, Title 30, Idaho Code.*

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State.

Done at Boise City, the Capital of Idaho, this **9th** *day of* **March,** *A.D., 19*56 .

Secretary of State.

OBINS
Governor

LEO O'CONNELL
[redacted]
Commissioner of Insurance

E OF IDAHO
DEPAR T OF INSURANCE
109 STATE HOUSE
BOISE

December 2, 1950

HONORABLE J. D. "CY" PRICE
Secretary of State
B U I L D I N G

Attention: Ora Cutaia, Corporation Clerk

Dear Mr. Price:

The Attorney General has approved the attached duplicate copies of Articles of Incorporation and Amendments of:

GRANGE MUTUAL LIFE COMPANY
Nampa, Idaho.

Kindly return one copy for our files after it has been filed by you. The Company's Check No. 17793 - $5.00, issued in your favor, is also attached.

We are also attaching a copy of our letter to the Attorney General, which you may desire to file for historical data.

Yours very truly,

DEPARTMENT OF INSURANCE

Nina R. Carroll

By: Nina R. Carroll
Chief Clerk

C

November 28, 1950

GRANGE MUTUAL LIFE COMPANY
Nampa, Idaho

Gentlemen:

Copies of Amendments to Articles of Incorporation bearing Company's certification date October 20, 1950, were handed to the Idaho Secretary of State for filing. When the Company operated under a Fraternal License, itwas not mandatory that its Articles be filed with the Secretary of State. However, now that the Company has changed from a Fraternal to a mutual legal reserve life structure, the Articles must be filed with the Secretary of State, and should have been at the time the Department of Insurance issued you a legal reserve license.

Will you kindly have made in duplicate, officially signed and sealed, the original Articles dating back to 1934, with all amendments up to the present time. One copy will be filed with the Secretary of State, and the other will be kept in the files of the Department of Insurance. The Department of Insurance has the original Articles, and several amendments made on different dates, but we wish to have a copy exactly as the copy in the office of the Secretary of State.

We are holding your Checks Nos. 17793 and 17794, $5.00 and $10.00 which will be used for the required filing fees to the Secretary of State and to this Department.

Yours very truly,

DEPARTMENT OF INSURANCE

By: N. Carroll
For the Commissioner

C

STATE OF IDAHO

DEPARTMENT of INSURANCE

CERTIFICATE

IT IS HEREBY CERTIFIED That the annexed copy of amendments to the Articles of Incorporation of the GRANGE MUTUAL LIFE COMPANY, of Nampa, Idaho, as filed in this Department on December 1, 1950 has been compared with the original on file in this Department and that it is a correct transcript therefrom and of the whole of said original.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of this Department at the City of Boise, this 1st day of December, 1950.

Leo O'Connell
Commissioner of Insurance

December 1, 1950

HONORABLE ROBERT E. SMYLIE
Attorney General
B U I L D I N G

Dear Mr. Smylie:

The Grange Mutual Life Company of Nampa, Idaho, a Fraternal Organization, was given a Temporary License from this Department November 15, 1934, and a State Fraternal License was issued to the Company September 10, 1935. It remained a Fraternal organization until January 2, 1947, when it changed to a mutual legal reserve company, and was granted a license under the new structure on that date. On may 12, 1948 the Company again asked to operate as a Fraternal Organization, but on December 30, 1948 it again became a mutual legal reserve.

The latest Amendment the Company has submitted bears date October 20, 1950. By letter from this Department dated November 20, 1950, it was asked that you review the document, and on November 21, 1950 you certified it to be in accordance with the laws of the State of Idaho. It was then taken to the Secretary of State's office for filing, but it came to light that Articles of Incorporation were not filed in that Department at the time the Company became a mutual legal reserve.

It became necessary to ask the Company to prepare a copy of original articles with all amendments to the present time, for filing with the Secretary of State. It was also requested that the Company make two copies so that one could be retained in this Department. Accordingly, both copies are herewith submitted for your review as a complete file.

Will you kindly examine these and then return to this Department with your comments. Thanking you, we are

Yours very truly,

DEPARTMENT OF INSURANCE

CERTIFICATE

KNOW ALL MEN BY THESE PRESENTS: That we, E. T. TAYLOR, President of the Grange Mutual Life Company, and MERLE KIRKPATRICK, Secretary of the Grange Mutual Life Company, hereby certify as follows:

That at a special meeting of the Board of Directors of the Grange Mutual Life Company held at Nampa, Idaho, on the 22nd day of July, 1950, The Board of Directors adopted the following amendments to the Articles of Incorporation of the Grange Mutual Life Company;

We further certify that at said meeting a full quorum of the Directors of the Grange Mutual Life Insurance Company was present;

That in accordance with the By-laws of said Grange Mutual Life Company, a copy of the proposed amendments to the Articles of Incorporation was mailed to each member of the Board of Directors at his last known mailing address at least thirty (30) days prior to said meeting.

IN WITNESS WHEREOF, We have hereunto set our hands and the seal of the Company this 20th day of October, 1950.

E. T. Taylor
E. T. Taylor, President
Grange Mutual Life Company

Merle Kirkpatrick
Attest: Merle Kirkpatrick, Secretary
Grange Mutual Life Company

AMENDMENTS TO ARTICLES OF INCORPORATION
of
GRANGE MUTUAL LIFE COMPANY

ARTICLE II

PURPOSE

The general nature of the business to be transacted by this corporation is that of issuing mutual legal reserve life insurance, accident insurance, sickness or health insurance, including insurance against injuries, disablement or death resulting from travelling or general accident or accidental means, and against disablement resulting from sickness, as provided by the laws of the State of Idaho covering life insurance and accident and health insurance, and the laws of any other state or states to which the said company may be admitted; to hold real estate, to invest funds in mortgages, bonds or other securities permitted by law; and to do every act and thing not inconsistent with the laws which shall be necessary or convenient to promote the objects and purposes for which the company is formed.

STATE OF IDAHO

BUREAU OF INSURANCE

Boise, Idaho

I, EDWARD B. McMONIGLE, do hereby certify that I am the

Director of Insurance of the State of Idaho

and that the

Grange Mutual Life Company, a fraternal benefit society, incorporated under the laws of this State and located at

Nampa, Idaho

has filed in this office Articles of Incorporation of the Grange Mutual Life Company, (Inc), and

I further certify that the Articles annexed hereto are a full, true and correct copy of the Articles of Incorporation on file in this office and the same are in full force and effect.

IN TESTIMONY WHEREOF I hereto subscribe my name and affix the seal of my office at Boise, Idaho, this 25th day of July, 1946.

Edward B. McMonigle
Director of Insurance

(Seal)

Original Articles of Incorporation adopted July 7, 1934

ARTICLES OF INCORPORATION

OF

GRANGE MUTUAL LIFE COMPANY, INC.

KNOWN ALL MEN BY THESE PRESENTS, That we the undersigned, all citizens of the United States and the State of Idaho, do hereby associate ourselves together forming a fraternal benefit society pursuant to the provisions of Title 40, Chapter 23, Idaho Code Annotated and hereby adopt the following Articles of Incorporation under which the society shall operate.

ARTICLE I.

The name of the society shall be "GRANGE MUTUAL LIFE COMPANY."

ARTICLE II.

The purposes for which this society is formed are as follows:

1. To unite members of the Idaho State Grange and its branches and of other Granges and (the spouses and children of such members) into a fraternal benefit society for the sole benefit of such members and their beneficiaries and not for profit.

2. To provide for the payment of death benefits and benefits in case of (temporary) disability through either sickness or accident and where the member is over seventy years of age, old age benefits, and for the payment of funeral benefits and all other benefits and rights authorized under Chapter 23 of Title 40, Idaho Code Annotated. To hold real estate, to invest its funds in mortgages, bonds or other interest bearing securities and do every other act or thing not inconsistent with the constitution and laws of this State or of the United States which may be necessary to promote the objects and purposes for which the Company is incorporated.

3. This society shall have a lodge system with ritualistic form of work and representation form of government.

4. The members of this association shall be united into subordinated councils or branches according to the plan and method of the Idaho State Grange or other Granges, and in conformity with the Grange's system and rituals.

ARTICLE III.

The affairs of this society shall be governed, managed and controlled by a governing body of not less than seven nor more than fifteen persons known as the Board of Directors, and shall be composed of members of this society and be representatives elected either by the members or by delegates elected directly or indirectly for the purpose by the members thereof, together with such other members as may be prescribed by the by-laws. The elective members shall constitute a majority in number and have not less than two-thirds of the votes, nor less than the votes required to amend the by-laws. The meetings of the governing body and the election of officers, representatives and delegates shall be held as often as once in four years. In no case shall votes be cast by proxy. All officers, delegates and members of the Board of Directors shall hold their offices for terms of four years and shall serve until their successors are elected and qualified.

The names, residences and official titles of all officers and members of the Board of Directors who are to have and exercise the general control and management of the affairs and funds of the society until the ensuing election, at which all such officers shall be elected, are as follows, to-wit:

Charles S. Taylor, President, Huston, Idaho
Frank L. Atkins, First Vice President, Buhl, Idaho
Eugene S. Trask, Second Vice President, Idaho Falls, Idaho
Ferrin G. Harland, Secretary, Caldwell, Idaho
W. W. Deal, Treasurer, Nampa, Idaho
W. L. Henderson, Boise, Idaho
C. A. Landes, Boise, Idaho
C. W. Monlux, Boise, Idaho
Merle Kirkpatrick, Caldwell, Idaho

The above persons compose the Board of Directors of this society.

ARTICLE IV.

The Board of Directors shall have the following specific powers, to-wit:

1. To grant charters to subordinate branches and councils, to suspend subordinate councils for violation of the privileges and laws of this society.

2. To have jurisdiction over all subordinate councils, and authorize the collection of all funds and contributions necessary to provide for the expense of management and the proper and efficient conduct of the society, and the creation of such funds, reserves and monies as are required to assure prompt payment of all valid claim covered by contracts of insurance issued by said society and the disbursement of the various funds.

3. To pass upon and determine all questions regarding the qualification of members.

4. To enact laws for its own government and protection and to prescribe rules of procedure for the conduct of its business and affairs.

5. To prescribe the duties and powers of its officers and committees.

6. To define offenses against its laws and prescribe penalities therefor.

7. To require its officers to make such reports as are required by law.

8. To provide official seals for use by this society and all subordinate branches and badges and emblems and prescribe designs therefor.

9. To enact such laws as are necessary to carry into execution all power vested by law in these societies and all things incidental thereto.

10. To provide for removal or suspension of the officers of the society for offences, to define their offences and prescribe a mode of trial and procedure therefor.

11. All laws enacted by the governing body shall be of general application.

12. All amendment to the laws or by-laws shall be passed by an affirmative vote of the majority of all the members of the governing body.

13. The Board of Directors shall provide for an executive committee, define its powers, duties and rules of government. It may appoint such other committees as are necessary for the efficient conduct of the affairs of this society.

14. A journal of the proceedings of the Board of Directors shall be kept in such manner as they may prescribe which shall be evidence of all acts of the Board of Directors therein stated.

ARTICLE V.

The principal place of business shall be in Nampa, Idaho, and the society may operate in and out of the State of Idaho, but within the United States, and the term of existence shall be perpetual.

ARTICLE VI.

The members of this company shall be composed of white males and females of good moral character, believers in a Supreme Being and otherwise eligible to membership under the laws, rules and regulations of this company.

The payment of death benefits shall be confined to wife, husband, relative by blood to the fourth degree, ascending or descending, father-in-law, mother-in-law, son-in-law, daughter-in-law, step-mother, step-father, step-children, children by legal adoption or to persons dependent on the member, provided that if after the issuance of the original certificate the member shall become dependent upon an incorporated, charitable institution, he shall have the privilege, with the consent of the society, to make such institution his beneficiary. Within these restrictions each member shall have the right to change his beneficiaries from time to time as provided in the by-laws.

ARTICLE VII.

This society shall not issue any stock as representative of any interest herein, but shall issue membership certificates to members joining this society whose rights shall be as herein provided.

Membership certificates, contracts of insurance, the duties, privileges, qualifications and immunities of members shall be in conformity with Chapter 23, Title 40 of the Idaho Code Annotated and as enacted and adopted by the Board of Directors. Members shall be united in subordinate branches under the jurisdiction of the Board of Directors.

ARTICLE VIII.

These articles may be amended in the following manner and no other: All proposed amendments shall be made in writing by Board of Directors after the proposed amendments have been printed, and thirty days prior to the meeting of the Board of Directors a copy thereof served upon each duly elected Director and a copy to each of the officers and committeemen of the society. All amendments shall take effect and be in force immediately upon adoption by a two-thirds vote of the Board of Directors.

IN WITNESS WHEREOF, We have hereunto set our hands and seals this 7th day of July, 1934.

(Signed) Chas S. Taylor

(Signed) W. C. Henderson

(Signed) C. A. Landes

(Signed) Merle Kirkpatrick

(Signed) Ferrin G. Harland

(Signed) W. W. Doal

(Signed) Frank L. Atkins

(Signed) C. W. Monlux

(Signed) Eugene S. Trask

STATE OF IDAHO)
) ss.
COUNTY OF CANYON)

On this 7th day of July, 1934, before me (Signed) E. H. Plowhead, a Notary Public in and for the State of Idaho, personally appeared (Signed) Chas S. Taylor, (Signed) W. L. Henderson, (Signed) Ferrin G. Harland, (Signed) Merle Kirkpatrick, and (Signed) C. A. Landes, known to me to be the persons whose names are subscribed to the foregoing and within 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 first above written.

(Signed) E. H. Plowhead
Notary Public for Idaho,
Residing at Caldwell, Idaho

STATE OF IDAHO)
) ss.
COUNTY OF TWIN FALLS)

On this 6th day of July, 1934, before me the undersigned, a Notary Public in and for the State of Idaho, personally appeared (Signed) Frank L. Atkins, known to me to be the person whose name is subscribed to the foregoing and within instrument and acknowledged to me that he executed the same.

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

(Signed) Harry W. Harry
Notary Public for Idaho
Residing at Buhl, Idaho

STATE OF IDAHO)
) ss.
COUNTY OF BONNEVILLE)

On this 6th day of July, 1934, before me Ralph L. Albaugh, a Notary Public in and for the State of Idaho, personally appeared W. W. DEAL and EUGENE S. TRASK, known to me to be the persons whose names are subscribed to the foregoing and within 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 first above written.

(Signed) Ralph L. Albaugh
Notary Public for Idaho
Residing at Idaho Falls, Idaho

STATE OF IDAHO)
) ss.
COUNTY OF ADA)

On this fifteenth day of August, 1934, before me, Z. Reed Millar, a Notary Public in and for the State of Idaho, personally appeared C. W. Monlux, known to me to be the person whose name is subscribed to the foregoing and within instrument and acknowledged to me that he executed the same.

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

(Signed) Z. Reed Millar
Notary Public for Idaho
Residing at Boise, Idaho

STATE OF IDAHO

BUREAU OF INSURANCE

Boise, Idaho

I, EDWARD B. McMONIGLE, DO hereby certify that I am the

Director of Insurance of the State of Idaho

and that the

Grange Mutual Life Company, a fraternal benefit society, incorporated under the laws of this State

and located at

Nampa, Idaho

has filed in this office Articles of Amendment of the Articles of Incorporation of the Grange Mutual Life Company, (inc.), and

I further certify that the Amendments annexed hereto are a full, true and correct copy of the Amendments on file in this office and the same are in full force and effect.

IN TESTIMONY WHEREOF I hereto subscribe my name and affix the seal of my office at Boise, Idaho, this 25th day of July, 1946.

Edward B. McMonigle
Director of Insurance

(Seal)

Amendments to Art. of
Incorporation adopted
March 30, 1936

ARTICLES OF AMENDMENT OF ARTICLES OF INCORPORATION

OF THE

GRANGE MUTUAL LIFE COMPANY, INC.

****

This is to certify that on the 30th day of March, 1936, a special meeting of the Board of Directors of the Grange Mutual Life Company, Inc., was held at the offices of said Society, at Nampa, Idaho; that notice of intention therein to amend the Articles of Incorporation of said Society were printed and 30 days prior to said meeting sent to each member of said Society by United States mail, postage prepaid; that said notice contained copies of all proposed amendments herein adopted; that since the incorporation of this society there have been no subordinate branches organized and therefore no elected representatives, except the Board of Directors; that said Articles of Incorporation, by a unanimous vote of the Board of Directors attending said meeting, were amended and the following are the true amendments to said Articles of Incorporation which were duly adopted by the members of said Society, and now in full force and effect, to-wit:

I.

Amend Section 1 of Article II to read as follows, to-wit:

"1. To unite members of the Idaho State Grange and its branches and of other Granges into a fraternal benefit society for the sole benefit of such members and their beneficiaries and not for profit -."

Strike out Section 3 and 4 of Article II which were repealed:

II.

Amend the first paragraph of Article III to read as follows, to-wit:

"The affairs of this society shall be governed, managed and controlled by a governing body of not less than seven persons known as the Board of Directors, and shall be composed of members of this Society elected by a direct vote of the members, either in person or by proxy, together with such other officers as may be prescribed by the by-laws.

"The elective members shall constitute a majority in number, and have not less than two-thirds of the votes. The meetings of the Board of Directors shall and the election of said Board and other officers shall be held at least once each year, and at such special times as the Board of Directors may determine. All officers and Directors shall be elected by direct vote of the members either in person or by proxy, and shall hold their offices for terms of four years, and shall serve until their successors are elected and or appointed and qualified."

III.

Amend Article IV by repealing all of Section , thereof.

Amend Section 2 of Article IV to read as follows:

"To authorize the collection of all funds and contributions necessary to provide for the expense of management and the proper and efficient conduct of the society, and the creation of such funds, reserves and monies as are required to assure prompt payment of all valid claims covered by contracts of insurance issued by said society and the disbursement of the various funds."

Amend Section 3 of Article IV to read as follows:

"to provide official seals for use by this Society."

IV.

Amend Article VII to read as follows, to-wit:

"This society shall not issue any stock as representative of any interest herein, but shall issue membership certificates to members joining this society whose rights shall be as herein provided.

"Membership certificates, contracts of insurance, the duties, privileges, qualifications and immunities of members shall be in conformity with the provisions of Chapter 23, Title 40, Idaho Code Annotated and as enacted and adopted by the Board of Directors."

V.

Amend Article VIII to read as follows:

"These Articles may be amended in the following manner and no other:

All amendments shall be made in writing by the Board of Directors, after the proposed amendments have been printed and thirty days prior to the meeting of the Board of Directors a copy thereof mailed to each member at his last known place of address. All amendments shall take effect and be in force immediately upon adoption by a two-thirds vote of the Board of Directors.

Dated this 30th day of March, 1936.

By order of the Board of Directors

(Signed) Chas S. Taylor
Chairman

ATTEST:

(Signed) W. L. Henderson
Secretary

STATE OF IDAHO }
COUNTY OF ADA } ss.

Charles S. Taylor and (Signed) W. L. Henderson, president and secretary, respectively of the Grange Mutual Life Company, Inc., being first duly sworn each for himself, depose and say:

That they hold the offices above designated in the Grange Mutual Life Company, Inc., a fraternal benefit society, and so held them during all times herein mentioned, that they have read the foregoing certificate and know the contents thereof, and that the same is a full, true and complete copy of the Amendments to the Articles of Incorporation of the Grange Mutual Life Company, Inc.,

CHARLES S. TAYLOR
President

(Signed) W. L. Henderson
Secretary

Subscribed and sworn to before me this 30th day of March, 1936.

(Signed) Ellon A. MacArthur
Notary Public for Idaho
Residing at Nampa, Idaho

STATE OF IDAHO

BUREAU OF INSURANCE

Boise, Idaho

I, EDWARD B. McMONIGLE, do hereby certify that I am the

Director of Insurance of the State of Idaho

and that the

Grange Mutual Life Company, a fraternal benefit society, incorporated under the laws of this State

and located at

Nampa, Idaho

has filed in this office Articles of Amendment of Articles of Incorporation of the Grange Mutual Life Company, (inc.), and

I further certify that the amendments annexed hereto are a full, true and correct copy of the Amendments on file in this office and the same are in full force and effect.

IN TESTIMONY WHEREOF I hereto subscribe my name and affix the seal of my office at BOISE, IDAHO, this 25th day of July, 1946.

Edward B. McMonigle
Director of Insurance

(Seal)

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF THE GRANGE MUTUAL LIFE COMPANY, INC.

--*-*-*-*-*-*-*-*-*-*-*-*-*-*-*-*

STATE OF IDAHO)
) ss.
COUNTY OF CANYON)

THIS IS TO CERTIFY that a special meeting of the Board of Directors, the governing body, of the Grange Mutual Life Company, Inc., was held pursuant to due notice thereof, on the 24th day of May, 1937, at 1:00 P.M., at it's home office in Nampa, Idaho; that the Articles of Incorporation of said Grange Mutual Life Company, Inc., were amended at said meeting by said Board of Directors; that notice of intention to amend said Articles of Incorporation, together with the proposed amendments were printed and 30 days prior to said meeting mailed to each Director of Said Society and to each of the officers and committeemen of the Society at their last known place of address by United States Mail, postpaid; that said Articles of Incorporation, by unanimous vote of those present, were amended and the following are true amendments to said Articles of Incorporation now in full force and effect, to-wit:

I.

Section 2 Article II amended to read as follows:

"To provide for the payment of death benefits and benefits in case of disability through either sickness or accident; for old age benefits for members over seventy years of age; and for the payment of funeral benefits and all other benefits and rights authorized under Chapter 23 of Title 40, Idaho Code Annotated and under the laws of any other state or states to which the society may be admitted; to hold real estate; to invest its funds in mortgages, bonds or other interest-bearing securities permitted by the laws of Idaho; and to do every act and thing not inconsistent with the constitution and laws of Idaho or of the United States, or of any state to which the society is or shall be admitted, and which shall be necessary or convenient to promote the objects and purposes for which the Society is formed. This society shall be operated as a Mutual Life Association .

II.

Article III of said Articles of Incorporation was amended to read as follows:

"The affairs of this Society shall be governed, managed and controlled by a governing body of not less than seven persons to be know as the Board of Directors and shall be composed of representatives elected from the membership by direct vote of the members of this Society, either in person or by proxy, together with such other members as may be prescribed by the by-laws. The elective members shall constitute a majority in number and have not less than two-thirds of the votes, nor less than the votes required to amend the by-laws. The meetings of the Board of Directors and the election of officers, representatives shall be held as often as once in four years. All officers, delegates and members of the Board of Directors shall hold their offices for terms of four years and shall serve until their successors are elected and qualified."

III.

Article IV was amended by striking therefrom and repealing Section 1, as adopted by this Society on January 30, 1937, at it's regular meeting of the Board of Directors, which said section reads as follows:

"1. To grant charters to and have jurisdiction over subordinate branches or councils, to suspend such councils or branches for violation of the privileges or laws of the Society."

IV.

Article VII amended to read as follows, to-wit:

" This society is organized without capital stock, It shall not issue stock shares but shall issue membership certificate to its members.

"Membership certificates, contracts of insurance, the duties, privileges, qualification and immunities of members shall conform to the provisions of Chapter 23, Title 40, Idaho Code Annotated, and as enacted by the Board of Directors."

Dated this 24th day of May, 1937.

By order of the Board of Directors of the Grange Mutual Life Company.

(Signed) Chas. S. Taylor
Chairman of the Board of Directors

ATTEST:

(Signed) Merle Kerkpatrick
Secretary

STATE OF IDAHO)
) ss.
COUNTY OF CANYON)

CHARLES S. TAYLOR, President, and (Signed) Merle Kerkpatrick Secretary, respectively, of the Grange Mutual Life Company, Inc., being first duly sworn, each for himself, deposes and says:

That they do now hold and at all times mentioned herein have held the offices above designated in the Grange Mutual Life Company, Inc., a fraternal benefit society, operating upon a mutual assessment plan; that they have read the foregoing certificate and know the contents thereof, and that the same contains a full, true, correct and complete copy of the amendments to the Articles of Incorporation of the Grange Mutual Life Company, Inc., adopted at its special meeting of the Board of Directors thereof, on May 24, 1937, at Nampa, in the County of Canyon, State of Idaho.

(Signed) Chas S. Taylor
President

(Signed) Merle Kerkpatrick
Secretary

Subscribed and sworn to before me this 28th day of June, 1937.

(Signed) V. H. Rudell
Notary Public for Idaho
Residing at Nampa, Idaho

My commission expires
April 26, 1941.

STATE OF IDAHO

BUREAU OF INSURANCE

Boise, Idaho

I, EDWARD B. McMONIGLE, do hereby certify that I am the

Director of Insurance of the State of Idaho

and that the

Grange Mutual Life Company, a fraternal benefit society, incorporated under the laws of this State

and located at

Nampa, Idaho

has filed in this office Articles of Amendment of the Articles of Incorporation of the Grange Mutual Life Company, (Inc.), and

I further certify that the Amendments annexed hereto are a full, true and correct copy of the Amendments on file in this office and the same are in full force and effect.

IN TESTIMONY WHEREOF I hereto subscribe my name and affix the seal of my office at BOISE, IDAHO, this 25th day of July, 1946.

Edward B. McMonigle
Director of Insurance

(Seal)

ARTICLES OF AMENDMENT OF ARTICLES OF INCORPORATION

OF THE

GRANGE MUTUAL LIFE COMPANY

This is to certify that on the 12th day of June, 1939, a special meetingof the Board of Directors of the Grange Mutual Life Company was held in the High School building, Vancouver, Washington; that notice of intention to amend the Articles of Incorporation of said Company wasprinted and 30 days prior to said meeting sent to each member of said Company by United States mail, postage prepaid; that said notice contained copies of all proposed amendments herein adopted; that since the incorporation of this Company there have been no subordinate branches organized and therefore no elected representatives, except the Board of Directors; that said Articles of Incorporation, by a unanimous vote of the Board of Directors attending said meeting, were amended; and the following are the true amendments to said Articles of Incorporation, which were duly adopted by the members of said Company at said meeting, and now in full force and effect, to-wit:

Amend Section 2 of Article II to read as follows:

"To provide for the payment of death benefits and benefits in case of disability through either sickness or accident; for old age benefits, for members seventy years of age; and for the payment of funeral benefits and all other benefits and rights authorized by the fraternal insurance laws of Idaho, and the laws of any other state or states to which the society may be admitted; to hold real estate; to invest its funds in mortgages, bonds or interest-bearing securities permitted by law; and to do every act and thing not inconsistent with law and which shall be necessary or convenient to promote the objects and purposes for which the Company is formed. This Company shall be operated as a mutual life association.

II.

Amend Article III to read as follows:

"The affairs of this society shall be governed by a borad of not less than seven persons to be known as the Board of Directors elected from the membership of the Company by direct vote of the members of the society either in person present at meetings or in person by direct mail vote. The meetings of the Board of Directors shall be at least once each year. All such officers of the Company shall hold their offices for a term of four years and shall serve until their successors are duly elected and qualified. Other officers may be prescribed by the By-laws."

III.

Amend Article VII to read as follows:

"This society shall not issue any stock as representative of any interest therein, but shall issue membership certificated to its members. Membership certificates, contracts of insurance, the duties, privileges, qualifications and immunities of members shall be in conformity with provisions of the law and as prescribed and adopted by the Board of Directors."

Dated this 12th day of June 19 39.

By order of the Board of Directors

(Signed) Chas. S. Taylor
Chairman

ATTEST:

(Signed) Merle Kirkpatrick
Secretary

STATE OF IDAHO)
) ss.
COUNTY OF ADA)

Charles S. Taylor and Merle Kirkpatrick, president and secretary-treasurer of the Grange Mutual Life Company respectively, being first duly sworn each for himself, depose and say:

That they hold the offices above designated in the Grange Mutual Life Company, a fraternal benefit company, and that they have read the foregoing certificate and know the contents thereof, and that same is a full, true and complete copy of the Amendments to the Articles of Incorporation of the Grange Mutual Life Company, as adopted at the Board of Directors' meeting, June 12, 1939.

(Signed) Chas S. Taylor
President

(Signed) Merle Kirkpatrick
Secretary-Treasurer

Subscribed and sworn to before me this 12th day of June, 1939

(Signed) Z. Reed Millar
Notary Public for Idaho
Residing at _____, Idaho

STATE OF IDAHO

B U R E A U O F I N S U R A N C E

Boise, Idaho

August 12, 1946

I, EDWARD B. McMONIGLE, do hereby certify that I am

Director of Insurance of the State of Idaho and that

the

Grange Mutual Life Company, a fraternal benefit society, incorporated under the laws of this State and located at

Nampa, Idaho

has filed in this office Articles of Amendment of Articles of Incorporation of the Grange Mutual Life Company, (Inc.),

I further certify that amendments annexed hereto are a full, true and correct copy of the amendments on file in this office and the same are in full force and effect.

IN TESTIMONY WHEREOF I hereto subscribe my name and affix the seal of my office at Boise, Idaho the day and year first above written.

Edward B. McMonigle
Director of Insurance

ARTICLES OF AMENDMENT OF ARTICLES OF INCORPORATION

OF THE

GRANGE MUTUAL LIFE COMPANY, (INC.)

This is to certify that on the 11th day of September, 1944, a regular meeting of the Board of Directors of the Grange Mutual Life Company, Inc., was held at the Davenport Hotel, at Spokane, Washington; that notice of intention therein to amend the Articles of Incorporation of said Society were printed and 30 days prior to said meeting sent to each member of said Society by United States mail, postage prepaid; that said notice contained copies of all proposed amendments herein adopted; that since the incorporation of this society there have been no subordinate branches organized and therefore no elected representatives, except the Board of Directors; that said Articles of Incorporation, by a unanimous vote of the Board of Directors attending said meeting, were amended; and the following are the true amendments to said Articles of Incorporation which were duly adopted by the members of said Society, and now in full force and effect, to wit:

I

Amend the second paragraph of Article VI to read as follows, to wit:

"The payment of death benefits shall be confined to wife, husband relative by blood to the fourth degree, ascending or descending, father-in-law, mother-in-law, son-in-law, daughter-in-law, step-mother, step-father, step-children, children by legal adoption or to persons dependent on the member, but in case the member or applicant has no wife or husband, or natural or adopted child, the member or applicant, may with the consent of the Society, make his or her estate the beneficiary; provided that if after the issuance of the original certificate the member shall become dependent upon an incorporated, charitable institution, he shall have the privilege, with the consent of the society, to make such institution his beneficiary. Within these restrictions each member shall have the right to change his beneficiaries from time to time as provided in the by-laws."

STATE OF IDAHO)
) ss.
County of Canyon)

E. T. Taylor and Merle Kirkpatrick, President and Secretary-treasurer, respectively of the Grange Mutual Life Company, Inc., being first duly sworn each for himself, depose and say:

That they hold the offices above designated in the Grange Mutual Life Company, Inc., a fraternal benefit society, and so held them during all times herein mentioned, that they have read the foregoing certificate and know the contents thereof, and that the same is a full, true and complete copy of the Amendments to the Articles of Incorporation of the Grange Mutual Life Company, Inc.

(signed) E. T. Taylor
President

(signed) Merle Kirkpatrick
Secretary-Treasurer

Subscribed and sworn to before me this 2nd day of October, 1944.

(Seal)

Aileen O'Brien
Notary Public for Idaho
Residing at Nampa, Idaho

STATE OF IDAHO

B U R E A U O F I N S U R A N C E

Boise, Idaho

August 12, 1946

I, EDWARD B. McMONIGLE, do hereby certify that I am

Director of Insurance of the State of Idaho

and that the

Grange Mutual Life Company, a fraternal benefit society, incorporated under the laws of this State and located at

Nampa, Idaho

has filed in this office Articles of Amendment of Articles of Incorporation of the Grange Mutual Life Company, (Inc.), and

I further certify that amendments annexed hereto are a full, true and correct copy of the amendments on file in this office and the same are in full force and effect.

IN TESTIMONY WHEREOF I hereto subscribe my name and affix the seal of my office at Boise, Idaho the day and year first above written.

Edward B. McMonigle
Director of Insurance

ARTICLES OF AMENDMENT OF ARTICLES OF INCORPORATION

OF THE

GRANGE MUTUAL LIFE COMPANY, (Inc.)

This is to certify that on the 19th day of September, 1945, a regular meeting of the Board of Directors of the Grange Mutual Life Company, Inc., was held at the Davenport Hotel, at Spokane, Washington; that notice of intention therein to amend the Articles of Incorporation of said Society were printed and 30 days prior to said meeting sent to each Director of said Corporation by United States mail, postage prepaid; that said notice contained copies of all proposed amendments herein adopted; that said Articles of Incorporation, by a unanimous vote of the Board of Directors attending said meeting, were amended; and the following are the true amendments to said Articles of Incorporation which were duly adopted by the members of said Society, and now in full force and effect, to wit:

I

Amend Article II, Section II, to read as follows, to wit:

> "To provide for the payment of death benefits and benefits in case of disability through either sickness or accident; for old age benefits, for members seventy years of age; for insurance and/or annuities upon lives of children of any age upon the application of some adult person belonging to said organization under Title 40, Chapter 24, I. C. A. 1932, and amendments thereto; and for the payment of funeral benefits and all other benefits and rights authorized by the fraternal insurance laws of Idaho, and the laws of any other state or states to which the society may be admitted; to hold real estate; to invest its funds in mortgages, bonds or interest-bearing securities permitted by law; and to do every act and thing not inconsistent with law and which shall be necessary or convenient to promote the objects and purposes for which the Company is formed. This Company shall be operated as a mutual life association."

STATE OF IDAHO)
) s.s.
COUNTY OF CANYON)

E. T. Taylor, President, and Merle Kirkpatrick, Secretary, respectively of the Grange Mutual Life Company, being first duly sworn, each for himself, deposes and says;

That they do now hold and at all times mentioned herein have held the offices above designated in the Grange Mutual Life Company, a fraternal benefit society, operating upon a mutual assessment plan; that they read the foregoing certificate and know the contents thereof, and that the same contains a full, true, correct and complete copy of the amendments to the Articles of Incorporation of the Grange Mutual Life Company, adopted at its regular meeting of the Board of Directors thereof, on September 19, 1945, at Spokane, in the County of Spokane, State of Washington.

(signed) E. T. Taylor
President

(signed) Merle Kirkpatrick
Secretary

Subscribed and sworn to before me this 5th day of August 1946 ~~4th day of October, 1955~~

Aileen Skinner
Notary Public for Idaho
Residing at Nampa, Idaho
MY COMMISSION EXPIRES JUNE 27, 1956.

STATE OF IDAHO

BUREAU OF INSURANCE

Boise, Idaho

August 12, 1946

I, EDWARD B. McMONIGLE, do hereby certify that I am

Director of Insurance of the State of Idaho and that

the

Grange Mutual Life Company, a fraternal benefit society, incorporated under the laws of this State and located at

Nampa, Idaho

has filed in this office Articles of Amendment of Articles of Incorporation of the Grange Mutual Life Company, (Inc.),

I further certify that amendments annexed hereto are a full, true and correct copy of the amendments on file in this office and the same are in full force and effect.

IN TESTIMONY WHEREOF I hereto subscribe my name and affix the seal of my office at Boise, Idaho the day and year first above written.

Edward B. McMonigle
Director of Insurance

ARTICLES OF AMENDMENT OF ARTICLES OF INCORPORATION

OF THE

GRANGE MUTUAL LIFE COMPANY, (INC.)

This is to certify that on the 15th day of December, 1945, a regular meeting of the Board of Directors of the Grange Mutual Life Company, Inc., was held at the Home Office, at Nampa, Idaho; that notice of intention therein to amend the Articles of Incorporation of said Society were printed and 30 days prior to said meeting sent to each member of said Society by United States mail, postage prepaid; that said notice contained copies of all proposed amendments herein adopted; that since the incorporation of this society there have been no subordinate branches organized and therefore no elected representatives, except the Board of Directors; that said Articles of Incorporation, by a unanimous vote of the Board of Directors attending said meeting, were amended; and the following are the true amendments to said Articles of Incorporation whiche were duly adopted by the members of said Society, and now in full force and effect, to wit:

I

Amend the second paragraph of Article II to read as follows, to wit:

"To provide for the payment of death benefits and benefits in case of disability through either sickness or accident; for old age benefits, for members seventy years of age; for insurance and/or annuities upon the lives of children of any age upon the application of some adult person belonging to said organization as authorized under Title 40, Chapter 24 of I. C. A. 1932, and amendments thereto; and for the payment of funeral benefits and all other benefits and rights authorized by the fraternal insurance laws of Idaho, and the laws of any other state or states to which the society may be admitted; to hold real estate; to invest its funds in mortgages, bonds, or interest-bearing securities permitted by law; and to do every act and thing not inconsistent with law and which shall be necessary or convenient to promote the objects and purposes for which the Company is formed. This Company shall be operated as a mutual life association."

Amend Article VI to read as follows, to wit:

"The members of this Company shall be composed of males and females of good moral character, believers in a Supreme Being and otherwise eligible to membership under the laws, rules and regulations of this company."

STATE OF IDAHO :
: ss
COUNTY OF CANYON :

E. T. Taylor, President, and Merle Kirkpatrick, Secretary, respectively, of the Grange Mutual Life Company, being first duly sworn, each for himself, deposes and says:

That they do now hold and at all times mentioned herein have held the offices above designated in the Grange Mutual Life Company, a fraternal benefit society, operating upon a mutual assessment plan; that they have read the foregoing certificate and know the contents thereof, and that the same contains a full, true, correct and complete copy of the amendments to the Articles of Incorporation of the Grange Mutual Life Company, adopted at its regular meeting of the Board of Directors thereof, on December 15 and 16, 1945, at Nampa, in the County of Canyon, State of Idaho.

(signed) E. T. Taylor
President

(signed) Merle Kirkpatrick
Secretary

Subscribed and sworn to before me this 15th day of December, 1945.

Aileen O'Brien
Notary Public for Idaho
Residing at Nampa, Idaho

(seal)

STATE OF IDAHO

BUREAU OF INSURANCE

Boise, Idaho

I, EDWARD B. McMONIGLE, do hereby certify that I am the

Director of Insurance of the State of Idaho

and that the

Grange Mutual Life Company, a fraternal benefit society, incorporated under the laws of this State

and located at

Nampa, Idaho

has filed in this office Articles of Amendment of Articles of Incorporation of the Grange Mutual Life Company, (inc.), and

I further certify that the Amendments annexed hereto are a full, true and correct copy of the Amendments on file in this office and the same are in full force and effect.

IN TESTIMONY WHEREOF I hereto subscribe my name and affix the seal of my office at BOISE, IDAHO, this 25th day of July, 1946.

Edward B. McMonigle
Director of Insurance

(Seal)

ARTICLES OF AMENDMENT OF ARTICLES OF INCORPORATION

OF THE

GRANGE MUTUAL LIFE COMPANY, (INC.)

This is to certify that on the 25th day of March, 1946 a regular meeting of the Board of Directors of the Grange Mutual Life Company, Inc., was held at the Davenport Hotel, at Spokane, Washington; that notice of intention therein to amend the Articles of Incorporation of said Society were printed and 30 days prior to said meeting sent to each member of said Society by United States mail, postage prepaid; that said notice contained copies of all proposed amendments herein adopted; that since the incorporation of this society there have been no subordinate branches organized and therefore no elected representatives, except the Board of Directors; that said Articles of Incorporation, by a unanimous vote of the Board of Directors attending said meeting were amended; and the following are the true amendments to said Articles of Incorporation which were duly adopted by the members of said Society, and now in full force and effect, to-wit:

I.

Amend Section 1, Article III to read as follows; to-wit:

"The affairs of this society shall be governed by a Board of Directors of not less than seven (7) persons nor more than fifteen (15) to be known as the Board of Directors and elected from the membership of the Company **** members of the Board of Directors shall be elected by a vote of the members of the Society either in persons present at meetings or by means of proxies duly signed and voted by a person present at said meeting ****. Any member of this society may execute in writing a proxy to any other member authorizing said member to cast his vote at any election or in voting on any question brought before a meeting of members. The meetings of the Board of Directors shall be at least once a year. All such Directors shall hold their offices for a term of four (4) years and shall serve until their successors are duly elected and qualified. Other officers may be prescribed by the By-laws."

Amend Section 2, Article III to read as follows, to-wit:

"Qualification of Directors: The members of the Board of Directors shall be members of the society and no director may be nominated or elected who is a resident of the State having citizens who are members of this society, when such state has on the Board of Directors four (4) members who are citizens of said State."

II.

Amend Section 14, Article IV to read as follows, to-wit:

"To determine the number of Directors to be elected to govern the affairs of the Company between the limits provided by these articles."

STATE OF IDAHO :
: ss.
COUNTY OF CANYON :

E. T. Taylor, President, and Merle Kirkpatrick, Secretary, respectively, of the Grange Mutual Life Company, being first duly sworn, each for himself, deposes and says:

That they do now hold and at all times mentioned herein have held the offices above designated in the Grange Mutual Life Company, a fraternal benefit society, operating upon a mutual assessment plan; that they have read the foregoing certificate and know the contents thereof, and that the same contains a full, true, correct and complete copy of the amendments to the Articles of Incorporation of the Grange Mutual Life Company, adopted at its regular meeting of the Board of Directors thereof, on March 26, 1946, at Spokane, in the County of Spokane, State of Washington.

(Signed) E. T. Taylor
President

(Signed) Merle Kirkpatrick
Secretary

Subscribed and sworn to before me this 30th day of April, 1946.

(Signed) Aileen O'Brien
Notary Public for Idaho
Residing at Nampa, Idaho

My Commission Expires
June 27, 1948

COPY *

Frank Langley
Attorney General

STATE OF IDAHO
Office of Attorney General
Boise, Idaho

January 2, 1947

C O P Y

Mr. Edward B. McMonigle
Director of Insurance
B U I L D I N G

Dear Sir:

I have examined the duplicate copies of articles of incorporation of Grange Mutual Life Company of Nampa, Idaho and find the same correct as to form and contents and I approve the same.

I remain,

Yours Very truly,

S/ M. REESE HATTABAUGH, SR.

M. REESE HATTABAUGH, SR.
Asst. Attorney General

MRH:dg

CERTIFICATE

KNOW ALL MEN BY THESE PRESENTS: That we, E. T. TAYLOR, President of the Grange Mutual Life Company, and MERLE KIRKPATRICK, Secretary of the Grange Mutual Life Company, hereby certify as follows:

That at a regular meeting of the Board of Directors of the Grange Mutual Life Company held at the Davenport Hotel at Spokane, Washington, on the 20th day of December, 1946, the Board of Directors adopted the following amendments to the Articles of Incorporation of the Grange Mutual Life Company:

We further certify that at said meeting a full quorm of the Directors of the Grange Mutual Life Company was present;

That in accordance with the By-laws of said Grange Mutual Life Company, a copy of the proposed amendments to the Articles of Incorporation was mailed to each member of the Board of Directors at his last known mailing address at least thirty (30) days prior to said meeting.

IN WITNESS WHEREOF, We have hereunto set our hands and the seal of the Company this 20th day of December, 1946.

E. T. Taylor

E. T. Taylor, President
Grange Mutual Life Company

Merle Kirkpatrick

Attest: Merle Kirkpatrick, Secretary
Grange Mutual Life Company

ARTICLES OF INCORPORATION
OF
GRANGE MUTUAL LIFE COMPANY

- o o -

ARTICLE I.

The name of the company shall be "Grange Mutual Life Company."

ARTICLE II.

PURPOSE

The general nature of the business to be transacted by this corporation is that of a mutual legal reserve life insurance company, as provided by the laws of the State of Idaho governing life insurance and the laws of any other State or States to which the said company may be admitted; to hold real estate; to invest its funds in mortgages, bonds or other securities permitted by law; and to do every act and thing not inconsistent with the law which shall be necessary or convenient to promote the objects and purposes for which the company is formed.

ARTICLES III.

The affairs of this company shall be governed by a Board of Directors of not less than seven (7) persons nor more than fifteen (15) to be known as the Board of Directors and elected from the policyholders of the Company. Members of the Board of Directors shall be elected by a vote of the policyholders of the company, either in persons present at meetings or by means of proxies duly signed and voted by a person present at said meeting. Any policyholder of this company may execute in writing a proxy to any other policyholder authorizing said policyholder to cast his vote at any election or in voting on any question brought before a meeting of policyholders. The meetings of the Board of Directors shall be at least once a year. All such Directors shall hold their offices for a term of four (4) years and shall serve until their successors are duly elected and qualified. Other officers may be prescribed by the By-laws.

Qualification of Directors: The members of the Board of Directors shall be policyholders of the company and no Director may be nominated or elected who is a resident of the State having citizens who are policyholders of this company, when such state has on the Board of Directors four (4) policyholders who are citizens of said State; Directors must be members in good standing of Patrons of Husbandry, a Grange Fraternal Society, and loss of membership in Patrons of Husbandry, a Grange Fraternal Society, shall cause the Director to become ineligible to continue to hold office.

ARTICLE IV.

DUTIES AND POWERS OF THE BOARD OF DIRECTORS

1. To authorize the collection of all funds and contributions necessary to provide for the expense of management and the proper and efficient conduct of the company, and the creation of such funds, reserves and moneys as are required to assure prompt payment of all valid claims covered by contracts of insurance issued by said company and the disbursement of the various funds.

2. To pass upon and determine all questions regarding the qualification of policyholders.

3. To enact laws for its own government and protection and to prescribe rules of procedure for the conduct of its business and affairs.

4. To prescribe the duties and powers of its officers and committees.

5. To require its officers to make such reports as are required by law.

6. To provide official seals for use by this Company.

7. To enact such By-laws as are necessary or convenient to carry out the purposes of said company.

8. The Board of Directors shall provide for an executive committee, define its powers, duties and rules of government. It may appoint such other committees as are necessary for the efficient conduct of the affairs of this company.

9. To determine the number of Directors to be elected to govern the affairs of the Company between the limits provided by these articles.

ARTICLE V.

The principal place of business shall be Nampa, Idaho, and the company may operate in and out of the State of Idaho, but within the United States, and the term of existence shall be perpetual.

ARTICLE VI.

The policyholders of this company shall be composed of males and females of good moral character, and excepting Juvenile Policyholders shall be members of the Patrons of Husbandry, a Grange Fraternal Society, in good standing at the time of making application for a policy with said company; and in the event of applications for Juvenile insurance the payor must be a member of Patrons of Husbandry, a Grange Fraternal Society.

ARTICLE VII.

These articles may be amended in the following manner and no other:
All amendments shall be made in writing by the Board of Directors, after the proposed amendments have been printed and thirty days prior to the meeting of the Board of Directors a copy thereof mailed to each Director at his last known place of address.

ARTICLE VIII.

In general, but in connection with the foregoing, said corporation shall have and exercise all the powers granted by the State of Idaho upon business corporations, it being expressly provided that the foregoing enumeration of special powers shall not be held to limit or restrict in any manner such general powers.