

FILED/EFFECTIVE

Nov 7 2 49 PM '00

SECRETARY OF STATE
STATE OF IDAHO

**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
IDAHO MUTUAL INSURANCE COMPANY**

Pursuant to the Idaho Business Corporation Act and Title 41, Chapter 28 of the Idaho Code, the undersigned domestic mutual insurance company adopts the following Articles of Amendment to the Articles of Incorporation pursuant to its conversion from a mutual insurer to a stock insurer:

First: The name of the Corporation is *Idaho Mutual Insurance Company* (the "Corporation").

Second: The following amendments to the Articles of Incorporation were adopted by the Corporation in the manner prescribed by the Idaho Business Corporation Act and Title 41, Chapter 28 of the Idaho Code:

A. Existing Sections I through IX are deleted in their entirety.

B. The following Articles I through VII are adopted and replace the previously existing Sections I through IX in their entirety, as follows:

I

The name of this corporation shall be *United Heritage Property & Casualty Company*.

II

The purpose for which this Corporation is organized is to transact any of the kinds of insurance defined in Title 41 of the Idaho Code (the "Idaho Insurance Code"), and all acts amendatory and supplemental to such provisions. Without limitation, the Corporation may transact the following kinds of insurance as defined in the Idaho Insurance Code: property insurance; casualty insurance and all other lines of insurance authorized by the Idaho Insurance Code.

III

That the total authorized number of voting shares of this Corporation shall be Twelve Thousand Three Hundred Sixty-Nine (12,369) shares, each with a par value of Two Hundred Fifty Dollars (\$250.00), which such shares shall be of one class of common stock with uniform rights.

IDAHO SECRETARY OF STATE

11/07/2000 09:00
CK: 9420 CT: 75532 BH: 359563

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION
OF IDAHO MUTUAL INSURANCE COMPANY - 1

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1 0 20.00 = 20.00 EXPDITE C # 3

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IV

No issued and outstanding shares of stock shall be subject to assessment.

V

The address of the initial registered office of this corporation is 1120 Sixth Street South, Nampa, Idaho, 83651. The name of the initial registered agent at such address is Brian E. Henman.

VI

The business of the Corporation shall be managed by a board of directors of not less than five (5) nor more than fifteen (15) members, the precise number of members to be determined from time to time in such manner as the bylaws may prescribe. Every director shall be a shareholder of the Corporation.

VII

The following persons are named as the initial directors of the Corporation to serve until their successors are elected and qualified:

<u>Name</u>	<u>Address</u>
George R. Banta, Jr.	1120 6th Street, South Nampa, Idaho 83651
James E. Burke	1120 6th Street, South Nampa, Idaho 83651
Richard Chipman	1120 6th Street, South Nampa, Idaho 83651
Brian Henman	1120 6th Street, South Nampa, Idaho 83651
James R. Nall, Jr.	1120 6th Street, South Nampa, Idaho 83651

<u>Name</u>	<u>Address</u>
Glenn S. Osborn	1120 6th Street, South Nampa, Idaho 83651
Glenn Smith	1120 6th Street, South Nampa, Idaho 83651
Perry C. Sutton	1120 6th Street, South Nampa, Idaho 83651
Jack Winderl	1212 12th Avenue Road Nampa, Idaho 83686"

Third: These Articles of Amendment to the Articles of Incorporation were duly approved and adopted in accordance with the provisions of the Idaho Business Corporation Act and Idaho Code § 41-2855.

State of Idaho
DEPARTMENT OF INSURANCE

DIRK KEMPTHORNE
Governor

700 West State Street, 3rd Floor
P.O. Box 83720
Boise, Idaho 83720-0043
Phone (208) 334-4250
Fax (208) 334-4298

MARY L. HARTUNG
Director

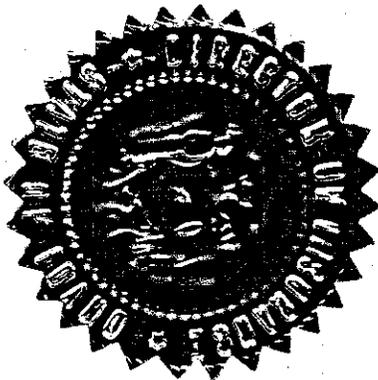
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SECRETARY OF STATE
STATE OF IDAHO

APPROVAL

The within and foregoing ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF IDAHO MUTUAL INSURANCE COMPANY, having been submitted to the undersigned pursuant to Idaho Code § 41-2855 and the Plan of Reorganization submitted in Docket No. 1977 pursuant to the company's demutualization, and the form and the content of the ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF IDAHO MUTUAL INSURANCE COMPANY, having been approved as conforming to law, the undersigned does hereby execute the approval of the office of the Director of the Department of Insurance this 7th day of November, 2000.

IN WITNESS WHEREOF, I have hereto affixed the seal of the Director of the Department of Insurance at Boise, Idaho, this 7th day of November 2000.





MARY L. HARTUNG
Director
Idaho Department of Insurance