

State of Idaho

Department of State

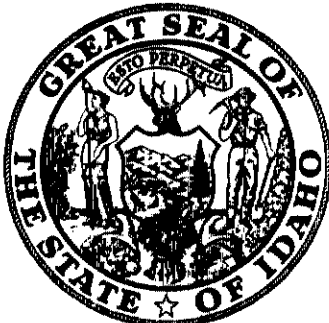
CERTIFICATE OF AMENDMENT OF

GUARDIAN NORTHWEST INSURANCE COMPANY, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Amendment to the Articles of Incorporation of GUARDIAN NORTHWEST INSURANCE COMPANY, INC. 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 Amendment to the Articles of Incorporation and attach hereto a duplicate original of the Articles of Amendment.

August 5, 1993



Pete T. Cenarrusa
SECRETARY OF STATE

By *George H. [Signature]*

AMENDMENT

TO THE

RECEIVED
SEC. OF STATE

ARTICLES OF INCORPORATION

OF

'93 AUG 5 AM 8 59

GUARDIAN NORTHWEST INSURANCE COMPANY, INC.

We, the undersigned, Stephen W. Doucette and David H. Leroy, being the President and Secretary, respectively, of Guardian Northwest Insurance Company, Inc. (the "Corporation"), a corporation organized under the subject to the provisions of the Idaho Business Corporation Act, do hereby certify that pursuant to actions duly taken by the Board of Directors and Shareholders of the Corporation, at a Shareholder's meeting held on the 21st day of July, 1993, with 650,005 shares of Common Stock outstanding, 650,004 of which voted for the amendments and none against, and a Directors meeting on the same date by a unanimous vote of 4-0, the following resolutions were adopted:

RESOLVED, That Article Fourth of the Articles of Incorporation of the Corporation is hereby amended in its entirety to read as follows:


1. The aggregate number of shares of capital stock which the Corporation shall have the authority to issue shall be Six Hundred Fifty Thousand and Five (650,005) shares, consisting of a single class designated as "Common Stock" with voting rights and a uniform par value of One Dollar (\$1.00) per share.

FURTHER RESOLVED, That the President and Secretary of the Corporation be and they are hereby authorized and directed to make, execute and acknowledge a Certificate of the Corporation

embracing the amendments to the Articles of record with the Secretary of State of the State of Idaho in the manner required by law, to be made effective upon the date as set forth herein:

IN WITNESS WHEREOF, we have hereunto set our hands this 3 day of July, 1993

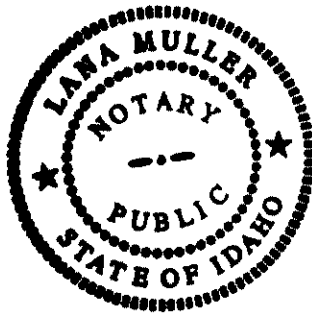

Stephen W. Doucette, President


David H. Leroy, Secretary

VERIFICATION

STATE OF IDAHO)
) ss
COUNTY OF ADA)

I, Lana Muller, a notary public, do hereby
certify that on this 3rd day of August, 1993, personally
appeared before me Stephen W. Doucette who, being by
me first duly sworn, declared that he is the President of
GUARDIAN NORTHWEST INSURANCE CO., INC., that he
signed the foregoing document as President of the
corporation, and that the statements therein contained are true.



Lana Muller

Residing at: Boise

My commission expires: 1-30-97

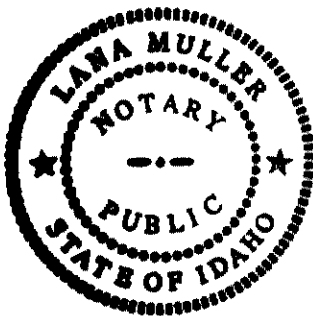
VERIFICATION

STATE OF IDAHO)

)ss.

County of Ada)

I, Lana Muller, a notary public, do hereby certify that on this 3rd day of August, 1993, personally appeared David H. Leroy who, being by me first duly sworn, declared that he is the Secretary of GUARDIAN NORTHWEST CO., INC., that he signed the foregoing instrument as Secretary of the corporation, and that the statements therein contained are true.



Lana Muller

Residing at: Boise

My Commission Expires: 1-30-97