

State of Idaho

Department of State

CERTIFICATE OF AMENDMENT OF

GUARDIAN NORTHWEST INSURANCE COMPANY, INC.
File Number C 101059

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., changing the corporate name to GREAT NORTHWEST INSURANCE COMPANY, INC., duly executed 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.

Dated: September 19, 1995



Pete T. Cenarrusa
SECRETARY OF STATE

By *Sally J. Clark*

SEP 19 3 49 PM '95

ARTICLES OF THIRD AMENDMENT TO THE
SECRETARY OF STATE ARTICLES OF INCORPORATION OF
STATE OF IDAHO GUARDIAN NORTHWEST INSURANCE COMPANY, INC.

Pursuant to the provisions of Section 30-1-59 of the Idaho Business Corporation Act, the undersigned Corporation adopts the following Articles of Amendment to its Articles of Incorporation:

ARTICLE I
NAME

Prior to the effective date of these Articles of Amendment, the name of the Corporation was Guardian Northwest Insurance Company, Inc.

ARTICLE II
AMENDMENT ADOPTED

The following amendment to the Articles of Incorporation was adopted by the Corporation in the manner prescribed by the Idaho Business Corporation Act:

RESOLVED, that Article FIRST of the Articles of Incorporation of the Corporation is hereby amended to read in full as follows:

*FIRST: The name of the Corporation is
Great Northwest Insurance
Company, Inc.*

ARTICLE III
VOTE ON AMENDMENT

At the time of adoption of the amendment, there were 800,005 Common Shares of the Corporation outstanding and entitled to vote. All of the Common Shares voted for the amendment and the Directors of the Corporation consented to the amendment as evidenced by the Consent Minutes of the Shareholders and Directors of the Corporation executed effective August 31, 1995, pursuant to Sections 30-1-44 and 30-1-145, Idaho Code.

IDAHO SECRETARY OF STATE

9/20/95 9:00:00 AM
Customer # 20522
IVC960014651 16384
CORPORATION PROFIT AMENDMENT


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ARTICLES OF THIRD AMENDMENT TO
THE ARTICLES OF INCORPORATION - 1

DATED: August 31, 1995.

GUARDIAN NORTHWEST INSURANCE
COMPANY, INC.

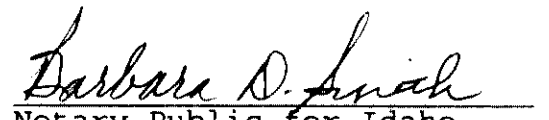
By 
Stephen W. Doucette,
President

By 
David H. Leroy,
Secretary

VERIFICATION

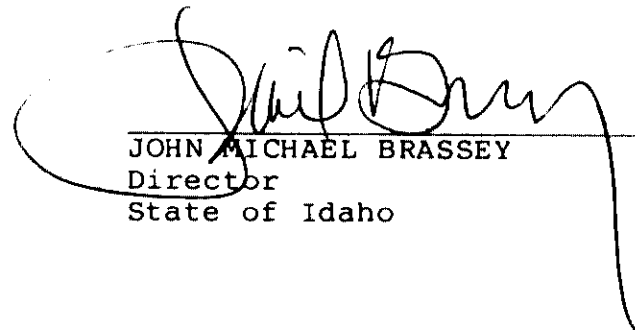
STATE OF IDAHO)
) ss.
County of Ada)

I, Barbara D. Smith, a notary public, certify that
on this 18th day of August, 1995, personally appeared before me
STEPHEN W. DOUCETTE, who, being by me first duly sworn, declared
that he is the President of GUARDIAN NORTHWEST INSURANCE COMPANY,
INC., an Idaho corporation, that he signed the foregoing document
as President of such corporation, and that the statements therein
contained are true.


Notary Public for Idaho
Residing at Boise, Idaho
Commission Expires: 3/10/98

A P P R O V A L

The within and foregoing ARTICLES OF THIRD AMENDMENT TO THE ARTICLES OF INCORPORATION OF GUARDIAN NORTHWEST INSURANCE COMPANY, INC., ~~having~~ been submitted to the undersigned pursuant to Section 41-2826, Idaho Code, and the form and content of said document 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 18th day of September, 1995.



JOHN MICHAEL BRASSEY
Director
State of Idaho