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# State of Idaho

## Department of State

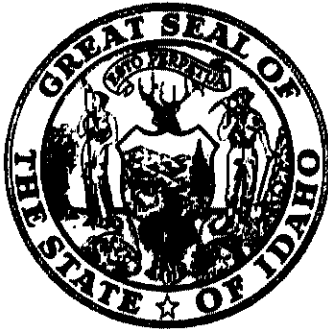
### CERTIFICATE OF AUTHORITY OF

**PARTNERS HEALTH GROUP, INC.**

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

Dated: January 16, 1992



*Pete T. Cenarrusa*

SECRETARY OF STATE

*Sheryl Dennis*

Corporation Clerk

# APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

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 Partners Health Group, Inc.
2. The name which it shall use in Idaho is Partners Health Group, Inc.

(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 Illinois
4. The date of its incorporation is April 22, 1987 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 304 North Main Street Rockford, IL 61101
6. The address to which correspondence should be addressed, if different from that in item 5.

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7. The street address of its proposed registered office in Idaho is 300 North 6th Street  
Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is CT CORPORATION SYSTEM
8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:  
Marketing of insurance products and to engage in any lawful activity for which corporations may be organized.
9. The names and respective addresses of its directors and officers are:

Name	Office	Address
SEE ATTACHED		

STATE OF IDAHO  
SECRETARY OF STATE  
200 NORTH MAIN STREET  
BOISE, IDAHO 83725

(continued on reverse)

Name

Office

Address

SEE ATTACHED

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: 1/2/92

Partners Health Group, Inc.

(Corporation Name)

By

*[Signature]*

Its President / ~~Its President~~

and

*[Signature]*

Its Secretary / ~~Its Secretary~~

STATE OF Illinois )

COUNTY OF Winnebago )

) ss:

I, Ann C. Schmid, a notary public, do hereby certify that on

this 2nd day of January, 19 92, personally appeared before

me H. Douglas Neill and Vita A. Grubek, who being by me first duly sworn, declared that (s)he they are

is the President and Secretary of Partners Health Group, Inc.

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



*[Signature]*  
Notary Public

LIST OF OFFICERS AND DIRECTORS

OF

PARTNERS HEALTH GROUP, INC.

OFFICERS

<u>Name</u>	<u>Title</u>	<u>Address</u>	<u>Term Expiration</u>
H. Douglas Neill	President	613 Regents Ct. Rockford, IL 61107	10/92
W.B. Van Vleet	Vice-President	811 Coolidge Pl. Rockford, IL 61107	10/92
Vita A. Grubeck	Secretary	1003 Confederation Dr. Bartlett, IL 60103	10/92
Velora Upstone	Treasurer	2859 Hearthstone Wy. Rockford, IL 61111	10/92

DIRECTORS

<u>Name</u>	<u>Address</u>	<u>Term Expiration</u>
Peter W. Nauert	913 N. Main St., Rockford, IL 61103	10/92
William B. Van Vleet	811 Coolidge Place, Rockford, IL 61107	10/92
H. Douglas Neill	613 Regents Court, Rockford, IL 61107	10/92



**To all to whom these Presents Shall Come, Greeting:**

*I, George H. Ryan, Secretary of State of the State of Illinois,  
do hereby certify that*

PARTNERS HEALTH GROUP, INC., A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE APRIL 22, 1987, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE BUSINESS CORPORATION ACT OF THIS STATE RELATING TO THE FILING OF ANNUAL REPORTS AND PAYMENT OF FRANCHISE TAXES, AND AS OF THIS DATE, IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF ILLINOIS\*\*\*\*\*



**In Testimony Whereof,** *I hereto set  
my hand and cause to be affixed the Great Seal of  
the State of Illinois this \_\_\_\_\_ 8TH  
day of JANUARY A.D., 1992.*

*George H Ryan*  
\_\_\_\_\_  
SECRETARY OF STATE