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State of Idaho

Department of State

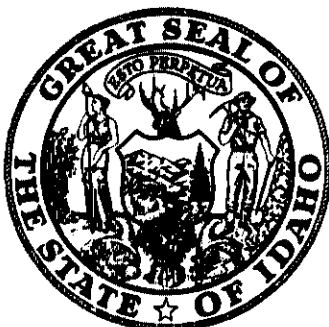
CERTIFICATE OF AUTHORITY OF

ROGERS BENEFIT GROUP, INC.

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

Dated: January 28, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By *Anna Seibel*

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 ROGERS BENEFIT GROUP, INC.
2. The name which it shall use in Idaho is ROGERS BENEFIT 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 Minnesota
4. The date of its incorporation is 11-6-87 and the period of its duration, if other than perpetual, is _____
5. The address of its principal office in the state or country under the laws of which it is incorporated is 1450 Interchange Tower, 600 South Highway 169, Minneapolis, Minnesota 55426-1278
6. The address to which correspondence should be addressed, if different than Item 5, is _____
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 C T CORPORATION SYSTEM
8. The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are:
Sell and service group and individual health, dental, life and disability insurance.

(Continued on reverse)

Submit applications and certificate of status to:

Office of the Secretary of State
Division of Corporations
Statehouse, Room 203
Boise, Idaho 83720

Secretary of State use only

ACA593

File Two Copies along with a Certificate
of Corporate Status or Existence

(IDAHO - 2542 - 7/13/93)

Fee: \$100 If typed with no attachments
\$120 If not typed or if attachments are included

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>John E. Rogers</u>	<u>President/Treasurer</u>	<u>755 Tonkawa Road, Long Lake, MN 55356</u>
<u>James P. Rogers</u>	<u>Vice Pres./Secretary</u>	<u>1450 Interchange Tower, Minneapolis, MN 55426-178</u>

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, dated within 90 days, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: January 6, 1994

ROGERS BENEFIT GROUP, INC.

(Corporation name)

By

John E. Rogers
Its President (please specify)

and

James P. Rogers
Its Secretary (please specify)

STATE OF MINNESOTA)

) ss:

COUNTY OF HENNEPIN)

I, Deyonne M. Yetter, a notary public, do hereby certify that on

this 6th day of January, 19 94, personally appeared before

me John E. Rogers, who being by me first duly sworn, declared that (s)he

is the President of Rogers Benefit Group, Inc.

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

Deyonne M. Yetter

Notary Public



DEYONNE M. YETTER
NOTARY PUBLIC—MINNESOTA
HENNEPIN COUNTY
MY COMMISSION EXPIRES 9-14-94

RECEIVED
SEC. OF STATE

34 JAN 25 AM 8 54

State of Minnesota

SECRETARY OF STATE

JAN 28 11 46 AM '94
SECRETARY OF STATE

Certificate of Good Standing

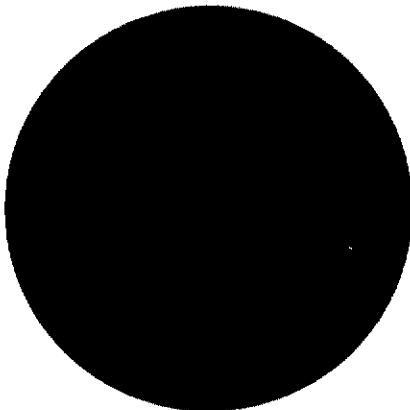
I, Joan Anderson Grove, Secretary of State of Minnesota, do certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that the corporation is governed by the chapter of Minnesota Statutes listed below; and that this corporation is authorized to do business as a corporation at the time this certificate is issued.

Name: Rogers Benefit Group, Inc.

Date Formed: 11/06/1987

Chapter Governed By: 302A

This certificate has been issued on 01/20/94.



Joan Anderson Grove
Secretary of State.