

MINUTES OF SPECIAL MEETING OF SHAREHOLDERS OF CURT & HAL, INC.

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A special meeting of the shareholders of Curt & Hal, Inc. was held at Caldwell, Idaho on the 10th day of Dec. 1998 at 12:00 O'Clock A.M., pursuant to written Waiver of Notice and Consent executed by the shareholders and filed in the records of the corporation.

GERALD M. BEUKELMAN President of the corporation, served as Chairman of the meeting and LINDA S. DOBLER acted as secretary for the meeting.

All shareholders were present at the meeting.

The President reported to the shareholders that it would be advantageous to the corporation to offer certain insurance benefits for patrons of the business. To become eligible to provide those insurance services, an officer or employee of the corporation must pass an examination approved by the State Department of Insurance and upon said officer's passing that examination, the corporation would become authorized and licensed to offer certain insurance services. Further, the President informed the shareholders that it would be necessary to amend the Articles of Incorporation to specifically provide a provision which would authorized the corporation to act as an insurance broker and provide insurance services to the public.

Upon motion duly made, seconded and unanimously carried the following resolution was adopted:

BE IT RESOLVED, that the Articles of Incorporation of the corporation be amended as follows:

"The purposes for which the corporation is organized shall include the authority to act as agent or broker for insurance companies in soliciting and receiving applications for credit life and/or credit disability insurance, collecting premiums, and doing such other business as may be delegated to agents or brokers by such companies."

BE IT FURTHER RESOLVED, that the appropriate amendment be prepared to be executed by all shareholders of the corporation, and that the same shall be filed with the Secretary of State for the State of Idaho.

There being no further business to come before the meeting, the same, upon motion duly made, seconded and unanimously carried, adjourned.

Dated this 10th day of DECEMBER, 1998.

IDAH0 SECRETARY OF STATE

12/14/1998 09:00
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Gerald M. Beukelman

Linda S. Dobler

Secretary

Q 23464

SPECIAL MEETING OF SHAREHOLDERS - 1

CERTIFICATION OF MINUTES

The above and foregoing minutes and proceedings of a Special Meeting of Shareholders are hereby ratified, confirmed, certified and approved in full by the undersigned, being all of the shareholders of the corporation this 10th day of DECEMBER, 1998.

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SECRETARY OF STATE
STATE OF IDAHO

Gerald M. Benkelman

Curtis H. Benkelman

