

State of Idaho

Office of the Secretary of State

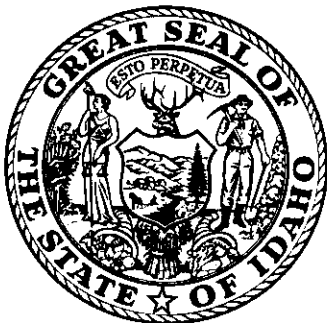
**CERTIFICATE OF AUTHORITY
OF
UNUMPROVIDENT CORPORATION**

File Number C 161872

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: 8 August 2005



Ben Yursa

SECRETARY OF STATE

By

Cynthia



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

FILED EFFECTIVE

2005 AUG -8 AM 10:17

SECRETARY OF STATE
STATE OF IDAHO

The undersigned Corporation applies for a Certificate of Authority and states as follows:

- The name of the corporation is:
UnumProvident Corporation
- The name which it shall use in Idaho is: UnumProvident Corporation
- It is incorporated under the laws of: Delaware
- Its date of incorporation is: 3/22/1995
- The address of its principal office is:
1 Fountain Square, Chattanooga, TN 37402
- The address to which correspondence should be addressed, if different from item 5, is:
1 Fountain Square, 7S730, Chattanooga, TN 37402
- The street address of its registered office in Idaho is: 300 N. 6th Street, Boise, ID 83701
and its registered agent in Idaho at that address is: CT Corporation System
- The names and respective business addresses of its directors and officers are:

Name	Office	Address
See attached list of officers and directors		

Dated: August 1, 2005

Signature:

Typed Name: Susan N. Roth

Capacity: VP, Corp. Sec. and Asst. Gen. Counsel
[The signer must be a director or an officer of the corporation.]

Customer Acct # :
(if using pre-paid account)

Secretary of State use only

g:\corp\forms\corp
forms\appforcaofauthority_profitt.pmd
Revised 06/2005

IDAHO SECRETARY OF STATE
08/08/2005 05:00
CK: 3408777 CT: 191155 BH: 905008
1 @ 100.00 = 100.00 AUTH PRO # 2

C/161872

UnumProvident Corporation

OFFICERS

Thomas R. Watjen

President and Chief Executive Officer
1 Fountain Square
Chattanooga, TN 37402

F. Dean Copeland

Senior Executive Vice President, General Counsel and Chief Administrative Officer
1 Fountain Square
Chattanooga, TN 37402

Robert C. Greving

Executive Vice President and Chief Financial Officer
1 Fountain Square
Chattanooga, TN 37402

John J. Iwanicki

Vice President and Treasurer
1 Fountain Square
Chattanooga, TN 37402

Susan N. Roth

Vice President, Corporate Secretary and Assistant General Counsel
1 Fountain Square
Chattanooga, TN 37402

Kevin P. McCarthy

Executive Vice President, Underwriting
2211 Congress Street
Portland, ME 04122

Robert O. Best

Executive Vice President-Customer Loyalty Services and Chief Information Officer
1 Fountain Square
Chattanooga, TN 37402

Joseph R. Foley

Senior Vice President-Market Development and Communications
2211 Congress Street
Portland, ME 04122

Roger C. Edgren

Executive Vice President-Field Sales
1 Fountain Square
Chattanooga, TN 37402

Peter C. Madeja

Executive Vice President-Benefits Center
440 E. Swedesford Road, Suite 1000
Wayne, PA 19087

UnumProvident Corporation

DIRECTORS

Jon S. Fossel

810 Jack Creek Road
Ennis, MT 59729

Pamela H. Godwin

219 Green Briar Lane
Havertown, PA 19083

Ronald E. Goldsberry

3290 Chestnut Run
Bloomfield Hills, MI 48302

Thomas Kinser

801 Pine Street
Chattanooga, TN 37402

Gloria Cordes Larson

Foley Hoag
Seaport World Trade Center West
155 Seaport Boulevard
Boston, MA 02210-2600

Hugh O. Maclellan, Jr.

The Maclellan Foundation
1 Fountain Square, Suite 501
Chattanooga, TN 37402

A.S. MacMillan, Jr.

Team Resources
2100 River Edge Pkwy., Suite 800
Atlanta, GA 30328-4604

Edward J. Muhl

127 S Fairfax Street # 142
Alexandria, Va. 22314-3301

C. William Pollard

The ServiceMaster Company
1755 South Naperville Road, Suite 200
Wheaton, IL 60187

William J. Ryan

Two Portland Square, 7th Floor
Portland, ME 04101

Thomas R. Watjen

1 Fountain Square
Chattanooga, TN 37402

Delaware

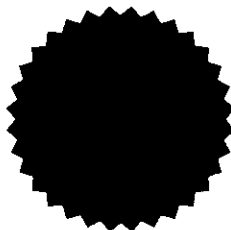
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "UNUMPROVIDENT CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-NINTH DAY OF JULY, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

2491659 8300

AUTHENTICATION: 4056705

050626435

DATE: 07-29-05