



# APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

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SECRETARY OF STATE

1. The name of the corporation is NW Issuance, Inc.
2. \*The name which it shall use in Idaho is NW Issuance, Inc.
3. It is incorporated under the laws of Minnesota
4. The date of its incorporation is July 1, 1983 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 Suite 400 - Galaxy Building, 330 Second Avenue South  
Minneapolis, MN 55401
6. The address to which correspondence should be addressed, if different from that in item 5 \_\_\_\_\_
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:  
Transaction of any or all lawful business for which corporations may be organized.

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

Name	Office	Address
*** SEE ATTACHED ***		

10. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
10,000	Common	\$1.00

(continued on reverse)



OFFICERS AND DIRECTORS OF NW ISSUANCE, INC.

David W. Beal  
5905 Kilarney Lane  
Edina, MN 55436  
President and Director

Walter C. Johnson  
4743 E. Coventry Road  
Minnetonka, MN 55354  
Chairman of the Board

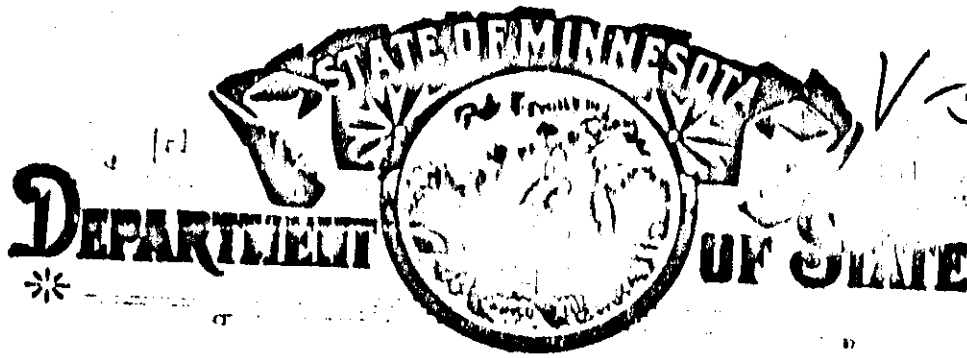
Barbara A. Hallbauer  
6025 Kilarney Lane  
Edina, MN 55436  
Vice President and Director

Susan J. Kibby  
9331 Xylon Circle  
Bloomington, MN 55438  
Vice President

Maurice H. Collison  
118 Knoll Circle East  
Burnsville, MN 55337  
Treasurer

Edmond R. Browne  
4832 Drew Avenue South  
Minneapolis, MN 55410  
Secretary and General Counsel

Stephen D. Morrison  
1467 Selby Avenue  
St. Paul Park, MN 55071  
Assistant Secretary and Associate Counsel



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STATE

To All To Whom These Presents Shall Come, Greeting:

Whereas, Articles of Incorporation, duly signed and acknowledged under oath, have been filed for record in the office of the Secretary of State, on the 1st day of July, A. D. 1983, for the incorporation of

NW Insurance, Inc.

under and in accordance with the provisions of Minnesota Statutes, Chapter 302A,

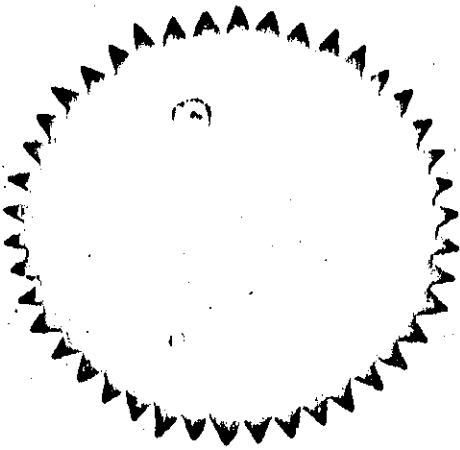
Now, Therefore, by virtue of the powers and duties vested in me by law, as Secretary of State of the State of Minnesota, I do hereby certify that the said

NW Insurance, Inc.

is a legally organized Corporation under the laws of this State.

Witness my official signature hereunto subscribed and the Great Seal of the State of Minnesota hereunto affixed this 1st day of July in the year of our Lord one thousand nine hundred and eighty-three

*John Anderson Howe*  
Secretary of State.



ARTICLES OF INCORPORATION  
OF  
NW ISSUANCE, INC.

The undersigned incorporator, being a natural person 18 years of age or older, in order to form a corporate entity under Minnesota Statutes, Chapter 302A, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of this Corporation is NW Issuance, Inc.

ARTICLE II

The registered agent and office of this Corporation is C T Corporation System, 1032 Midland Bank Building, Minneapolis, Minnesota 55401.

ARTICLE III

This Corporation is authorized to issue an aggregate total of 10,000 shares, which shares shall have a par value of One Dollar per share.

ARTICLE IV

The name and address of the incorporator is Stephen D. Morrison, 330 - 2nd Avenue South, Suite 875, Minneapolis, Minnesota 55401.

ARTICLE V

No shareholder of this Corporation shall have any cumulative voting rights.

ARTICLE VI

No shareholder of this Corporation shall have any preemptive rights to subscribe for, purchase or acquire any shares of the Corporation of any class, whether unissued or now or hereafter authorized, or any obligations or other securities convertible into or exchangeable for any such shares.

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ARTICLE VII

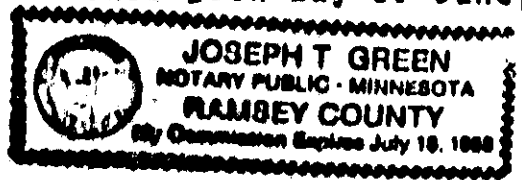
The Board of Directors shall have the authority to create and authorize the issuance of any number of classes or series of shares of this Corporation.

IN WITNESS WHEREOF, I have hereunto set my hand this 30th day of June, 1983.

*Stephen D. Morrison*  
Stephen D. Morrison

STATE OF MINNESOTA )  
                                  ) ss.  
COUNTY OF HENNEPIN )

The foregoing instrument was acknowledged before me this 30th day of June, 1983 by Stephen D. Morrison.



*Joseph T. Green*  
Notary Public

(Notarial Seal)

STATE OF MINNESOTA  
DEPARTMENT OF STATE  
I hereby certify that the within  
Instrument was filed for record in this  
office on the 1 day of July  
A. D. 19 83, at 4:30 o'clock P.M.,  
and was duly recorded in Book V-59  
of Incorporations, on page 577

*James R. Anderson*  
Secretary of State