

817192



ACCOUNT NO. : 072100000032

REFERENCE : 742740 4352697

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 35.00

ORDER DATE : June 23, 2000

ORDER TIME : 1:57 PM

ORDER NO. : 742740-005

CUSTOMER NO: 4352697

300003320243--0

CUSTOMER: Ms. Patricia K. Kaster
Humana Inc.
500 West Main Street
P.O. Box 1438
Louisville, KY 40202

FOREIGN FILINGS

NAME: WISCONSIN NATIONAL LIFE
INSURANCE COMPANY

XX PROFIT
XXXX AMENDMENT

XX CORPORATE

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:
XX PLAIN STAMPED COPY

CONTACT PERSON: Tamara Odom

FILED
00 JUL 11 PM 4: 18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N.C.
07-12-00
CC

RECEIVED
00 JUL 11 PM 4: 00
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

PROFIT CORPORATION

SECTION I

Wisconsin National Life Insurance Company

Name of corporation as it appears on the records of the Department of State.

2. Wisconsin

3. July 5, 1963

Date authorized to do business in Florida

SECTION II

4. If the amendment changes the name of the corporation, when was the change effected under the laws of

its jurisdiction of incorporation? May 10, 2000

5. HumanaDental Insurance Company

Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.

6. If the amendment changes the period of duration, indicate new period of duration.

New Duration

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

New Jurisdiction

Joan O. Levehan
Signature

Signature _____

June 22, 2000

Date _____

Joan O. Lenahan

Typed or printed name

Secretary

Title

FILED
00 JUL 11 PM 4:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



**State of Wisconsin
Office of the Commissioner of Insurance
P O Box 7873
Madison, Wisconsin 53703-7873**

Certification of the Authenticity of Copy of Document on File

The Commissioner of Insurance of the State of Wisconsin certifies that the attached copy of

RESTATED ARTICLES OF INCORPORATION

**For HUMANADENTAL INSURANCE COMPANY (FORMERLY WISCONSIN NATIONAL
LIFE INSURANCE COMPANY)**

is a true and correct copy of the original now on file with the Office of the Commissioner of Insurance.

Dated at Madison, Wisconsin, this 7th day of July, 2000.

Connie O'Connell
**Connie O'Connell
Commissioner of Insurance**

RESTATED ARTICLES OF INCORPORATION
Stock (for profit)

The following Restated Articles of Incorporation of WISCONSIN NATIONAL LIFE INSURANCE COMPANY a corporation originally organized on January 1, 1908 under Chapter 611 of the Wisconsin Statutes duly adopted pursuant to the authority and provisions of Chapter 180 of the Wisconsin Statutes, supersede and take the place of the existing articles of incorporation and any amendments thereto:

- Article 1. The name of the corporation is: HumanaDental Insurance Company.
- Article 2. The corporation shall have authority to issue: 300 shares of \$25,000.00 par value common stock.
- Article 3. The street address of the registered office is:
25 West Main Street, Madison, Wisconsin, 53703
- Article 4. The name of the registered agent at the above address is:
CSC-Lawyers Incorporating Service Company
- Article 5. The purpose for which the corporation is organized:
To engage in the business of life and health and accident insurance to the fullest extent allowed by the laws of the state of Wisconsin governing such business.
- Article 6. The general officers of the corporation shall be president, one or more vice presidents, secretary and treasurer. Such other officers and assistant officers as may be deemed necessary may be elected or appointed by the Board of Directors. Any two or more offices may be held by the same person except the offices of president and secretary or president and vice president.
- Article 7. The business affairs of the corporation shall be managed by the Board of Directors of the corporation. The number of directors of the corporation shall be designated in the Bylaws of the corporation or by corporate resolution of the Board of Directors.

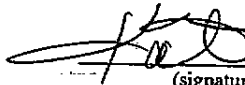
CERTIFICATE

This is to certify the foregoing Restated Articles of Incorporation contain one or more amendments to the articles of incorporation.

The amendments to the articles of incorporation and the restatement of the articles of incorporation were adopted May 10, 2000 in accordance with sec. 180.1003 and 180.1004 Wis. Stats. by the Board of Directors and Sole shareholder of the corporation.

Executed on behalf of the corporation on May 10, 2000.

WISCONSIN NATIONAL LIFE INSURANCE COMPANY


(signature)

Kathleen Pellegrino
(printed name)

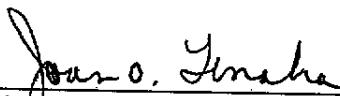
Vice President
(officer's title)

This document was drafted by Patricia K. Kaster, Corporate Compliance Manager, in Louisville, Kentucky.
(name of individual required by law)

CERTIFICATE

I, **JOAN O. LENAHA**, being the duly elected, qualified and acting Secretary of **WISCONSIN NATIONAL LIFE INSURANCE COMPANY**, a Wisconsin corporation, (the "Corporation"), do hereby certify that attached hereto is a true, accurate and complete copy the Restated Articles of Incorporation of the Corporation, as approved by Unanimous Written Consent of the Board of Directors and by the Sole Shareholder of the Corporation on May 10, 2000 subject to the approval of the Wisconsin Office of the Commissioner of Insurance.

Dated this 12th day of May, 2000.



JOAN O. LENAHA
SECRETARY