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BASIC AMENDMENT

ADVANTUS, CORP.

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Amended + Restated
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMENDED AND RESTATED

ARTICLES OF INCORPORATION

OF

ADVANTUS, CORP.

Pursuant to Section 607.1007, Florida Statutes, the Articles of Incorporation of Advantus, Corp. are amended and restated in their entirety to read as follows:

ARTICLE I - NAME

The name of the corporation is Advantus, Corp. (the "Corporation").

ARTICLE II - ADDRESS

The street address of the principal office and the mailing address of the Corporation are:

360 Corporate Way
Orange Park, Florida 32073

ARTICLE III – DURATION AND EXISTENCE

The Corporation will exist perpetually.

ARTICLE IV - AUTHORIZED SHARES

The maximum number of shares the Corporation is authorized to issue is 10,000 shares of common stock having a par value of $1.00 per share.

ARTICLE V - BOARD OF DIRECTORS

The number of directors may be either increased or decreased from time to time, as provided in the Corporation's bylaws, but shall never be less than one (1).

ARTICLE VI – INDEMNIFICATION

(a) The Corporation shall indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was a director or officer of the Corporation or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as a director or officer of the Corporation or its subsidiaries. To the fullest extent not prohibited by law, the Corporation shall advance indemnification expenses for actions taken in the capacity of such person as an officer or director, within twenty (20) days after receipt by the Corporation of (1) a written statement requesting such advance, (2) evidence

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of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses.

(b) The Corporation by action of its board of directors, in its sole discretion, may indemnify any person who is or was a party to any proceeding, by reason of the fact that such person is or was an employee or agent of the Corporation or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as an employee or agent of the Corporation or its subsidiaries. The Corporation by action of its board of directors, in its sole discretion, may advance indemnification expenses for actions taken in the capacity of such person as an employee or agent, after receipt by the Corporation of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses. Absent specific action by the board of directors, the authority granted to the board of directors in this paragraph (b) shall create no rights in the persons eligible for indemnification or advancement of expenses and shall create no obligations of the Corporation relating thereto.

The foregoing Amended and Restated Articles of Incorporation were adopted and approved by unanimous consent of the Corporation's Board of Directors pursuant to Section 607.0821, Florida Statutes, and by unanimous consent of the Corporation's stockholders pursuant to Section 607.0704, Florida Statutes.

The undersigned has executed these Amended and Restated Articles of Incorporation this 31st day of May, 2001.

Print Name: Kevin D. Carpenter
Its: President

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