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(Requestor's Name)

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(City/State/Zip/Phone #)

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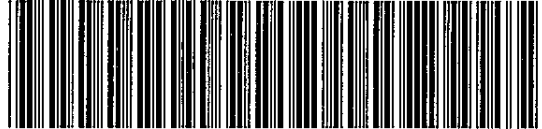
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS

Sp
Domestic
Profit
6/8/05

NATIONAL GRANGE MUTUAL INSURANCE COMPANY (812108) REDOMESTICATED TO FL
AS NATIONAL GRANGE MUTUAL INSURANCE COMPANY (P05000082274) 6/6/05 - T
HE REDOMESTICATION IS DEEMED A MERGER PURSUANT TO 607.1107(5) F.S.



FOLEY & LARDNER LLP
ATTORNEYS AT LAW

106 EAST COLLEGE AVENUE, SUITE 900
TALLAHASSEE, FL 32301-7732
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850.513.3369
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CLIENT/MATTER NUMBER
022928-0101

June 6, 2005

VIA HAND DELIVERY

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: National Grange Mutual Insurance Company
Articles of Incorporation for Redomestication to Florida

Dear Sir or Madam:

Please find enclosed for filing in connection with the redomestication of a New Hampshire-domiciled insurance company to the State of Florida the original, executed Articles of Incorporation of National Grange Mutual Insurance Company. The enclosed articles of incorporation have been stamped "Approved" by the Florida Office of Insurance Regulation in accordance with Section 628.091, Florida Statutes.

A check made payable to the Department of State in the amount of \$122.50 is enclosed to cover the filing fee, registered agent designation fee, three certified copies, and three certificates of status. A courier from my office will pick up the copies when they are ready.

Please contact me at 513-3369 if you have any questions.

Sincerely,

N. Wes Strickland

Enclosures

BOSTON
BRUSSELS
CHICAGO
DETROIT

JACKSONVILLE
LOS ANGELES
MADISON
MILWAUKEE

NEW YORK
ORLANDO
SACRAMENTO
SAN DIEGO

SAN DIEGO/DEL MAR
SAN FRANCISCO
SILICON VALLEY
TALLAHASSEE

TAMPA
TOKYO
WASHINGTON, D.C.
WEST PALM BEACH

010.150992.1

APPROVED

JUN 2 2005

ARTICLES OF INCORPORATION

OF

Docketed by: R. D. Doughton

NATIONAL GRANGE MUTUAL INSURANCE COMPANY

The undersigned incorporators to these Articles of Incorporation hereby form a domestic mutual insurer under the laws of the State of Florida.

ARTICLE I
Organization

The corporation is a domestic mutual insurer organized under Chapter 628, Florida Statutes, resulting from the redomestication to the State of Florida, pursuant to Section 628.520, Florida Statutes, of National Grange Mutual Insurance Company, which was originally organized as a New Hampshire-domestic mutual insurer on March 28, 1923.

ARTICLE II
Name

The name of the corporation shall be National Grange Mutual Insurance Company.

ARTICLE III
Nature of Business

The purpose of the corporation is to engage in the business of property and casualty insurance and any lawful business incidental thereto.

ARTICLE IV
Term of Existence

The corporation shall exist perpetually.

ARTICLE V
Principal Office

The principal place of business and mailing address of the corporation within Duval County, Florida, shall be as follows:

4601 Touchton Road East, Suite 3400
Jacksonville, Florida 32245

05 JUN - 6 PM 4: 58
CLERK OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLE VI
Initial Registered Agent and Office

The initial registered agent and office of the corporation shall be as follows:

William C. McKenna
4601 Touchton Road East, Suite 3400
Jacksonville, Florida 32245

who is familiar with the obligations of such designation and by accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes, as amended from time to time, with respect to keeping an office to receive service of process from the Chief Financial Officer of the State of Florida.

ARTICLE VII
Directors

The corporation shall have eleven directors upon redomestication to Florida. Thereafter, the number of directors shall be as set forth in the corporation's bylaws, as may be amended from time to time, but in no event shall the number of directors be less than five in accordance with Section 628.231, Florida Statutes. A majority of the directors shall be United States citizens, and all of the directors shall be over eighteen years of age. The term of office of the directors shall be as set forth in the bylaws of the corporation, as may be amended from time to time, but shall not exceed three years. After a director has been elected to and qualified for a directorship, such director may not be removed without cause except upon the affirmative vote of at least two-thirds (2/3) of the board of directors.

ARTICLE VIII
Indemnification

The Board of Directors is hereby specifically authorized to make provisions for indemnification of directors, officers, employees and agents of the corporation to the full extent permitted by law.

ARTICLE IX
Incorporators

The names and residence street addresses of the incorporators, all of whom are over the age of eighteen, and all of whom are United States citizens are:

Thomas M. Van Berkel
24419 Moss Creek Lane
Ponte Vedra Beach, FL 32082

Joel P. Gelb
224 Clearwater Drive
Ponte Vedra Beach, FL 32082

Jeanne H. Eddy
834 Shipwatch Drive
Jacksonville, FL 32225

Antonia M. Porterfield
1525 Harbour Court Drive
Ponte Vedra Beach, FL 32082

Edward J. Kuhl
638 Treehouse Circle
St. Augustine, FL 32095

Scott B. Gerlach
612 Remington Court
St. Augustine, FL 32092

Stephen D. Canty
3807 Cooper's Lake Road
Jacksonville, FL 32224

Joseph L. Grauwiler
10399 Cypress Lakes Drive
Jacksonville, FL 32256

Kelly J. Stacy
1181 Mill Creek Drive
Jacksonville, FL 32259

William C. McKenna
1854 Seminole Road
Atlantic Beach, FL 32233

ARTICLE X
Participating Policies

Pursuant to Section 628.361, Florida Statutes, the corporation shall be authorized to issue any or all of its policies of insurance with or without participation in profits, savings, or unabsorbed portions of premiums, to classify policies issued on a participating and non-participating basis, and to determine the right to participate and the extent of participation of any class or classes of policies. Any such classification or determination shall be reasonable and shall not unfairly discriminate as between policyholders within the same such classification.

ARTICLE XI
Member Action Without a Meeting

Any action required or permitted by Florida law to be taken at an annual or special meeting of members may be taken without a meeting, without prior notice, and without a vote if (a) the action is taken by the members having not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all members entitled to

vote thereon were present and voted and (b) such action is requested by an affirmative vote of at least two-thirds (2/3) of the board of directors.

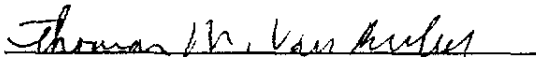
ARTICLE XII
Amendment

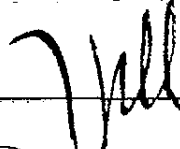
These Articles of Incorporation may be amended by a vote of a majority of members present in person or represented by proxy at any annual or special meeting called for that purpose, provided that the amendment has been recommended by an affirmative vote of at least two-thirds (2/3) of the board of directors and the full text of the amendment has been included in the due notice of the meeting. Nothing herein shall prohibit the board of directors from amending these Articles of Incorporation as provided by law.

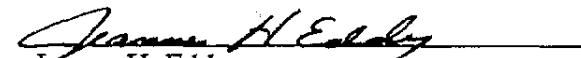
ARTICLE XIII
Contingent Liability

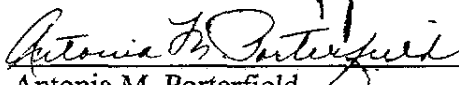
The maximum contingent liability of the members, other than as to nonassessable policies, for payment of losses and expenses incurred shall not exceed three times the premium for the member's policy at the annual premium rate for a term of one year.


IN WITNESS WHEREOF, the incorporators have hereunto set their hands and seals this 17th day of May, 20 05.

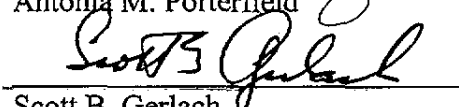

Thomas M. Van Berkel


Joel P. Gelb

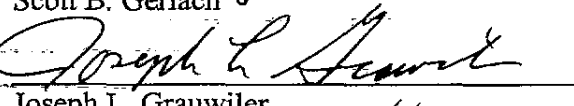

Jeanne H. Eddy



Antonia M. Porterfield


Edward J. Kuhl


Scott B. Gerlach


Stephen D. Canty


Joseph L. Grauwiler


Kelly J. Stacy


William C. McKenna

STATE OF FLORIDA
COUNTY OF DUVAL

BEFORE ME, the undersigned authority, personally appeared Thomas M. Van Berkel, Jeanne H. Eddy, Edward J. Kuhl, Stephen D. Canty, and Kelly J. Stacy,

each of whom acknowledged to me that he executed the foregoing Articles of Incorporation voluntarily and for the purpose therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 17th day of May, 20 05.

Susan L Hatch

NOTARY PUBLIC

My Commission Expires:

(Seal)



ACCEPTANCE OF REGISTERED AGENT
NAMED IN ARTICLES OF INCORPORATION

William C. McKenna, having been designated as the registered agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of registered agent under Section 607.0505, Florida Statutes.

A handwritten signature in black ink, appearing to read "William C. McKenna", written over a horizontal line.

William C. McKenna
Registered Agent