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TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

500001544725
-07/25/95--01023--002
*****70.00 *****70.00

SUBJECT: Gulf States Agrisurance, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Lawrence J. Beckman
(Name of Person)
Smith Peterson Law Firm
(Firm/Company)
35 Main Place, Suite 300
(Address)
Council Bluffs, IA 51503
(City, State and Zip Code)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
55 JUL 25 AM 11:17

Should you need to call someone concerning this matter, please call:

Lawrence J. Beckman at (712) 328 - 1833
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:

1. Gulf States Assurance, Inc.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Nebraska 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. June 22, 1995 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. August 1, 1995
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.))
7. 222 South 15th Street, Suite 600 North
Omaha, NE 68102
(Current mailing address)
8. Marketing of Insurance
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent:
Name: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida, 32301
(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Karen B. Rogers
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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DIVISION OF CORPORATE
AFFAIRS
JUL 25 1995
TALLAHASSEE, FLORIDA

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: Richard C. Gibson

Address: 222 South 15th Street, Suite 600 North
Omaha, NE 68102

Vice Chairman: Kim Gibson

Address: 222 South 15th Street, Suite 600 North
Omaha, NE 68102

Director: John P. Nelson

Address: 222 South 15th Street, Suite 600 North
Omaha, NE 68102

Director: Ken Coon

Address: 222 South 15th Street, Suite 600 North
Omaha, NE 68102

**SEE ATTACHED

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Kim Gibson

Address: 222 South 15th Street, Suite 600 North
Omaha, NE 68102

Executive Vice President: Gene Grimsley

Address: 222 South 15th Street, Suite 600 North
Omaha, NE 68102

Secretary: Pete Knolla

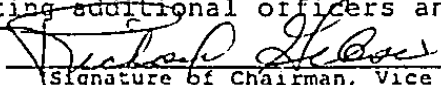
Address: 222 South 15th Street, Suite 600 North
Omaha, NE 68102

Treasurer: Georgia Mace

Address: 222 South 15th Street, Suite 600 North
Omaha, NE 68102

**SEE ATTACHED

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Richard C. Gibson, Chairman
(Typed or printed name and capacity of person signing application)

ADDENDUM

Director	Gene Grimsley 222 South 15th Street Suite 600 N Omaha, NE 68102
Vice President	Ted Waller Route 3, Box 739 Blakely, GA 31723
Vice President	Lewis Igou Route 3, Box 739 Blakely, GA 31723

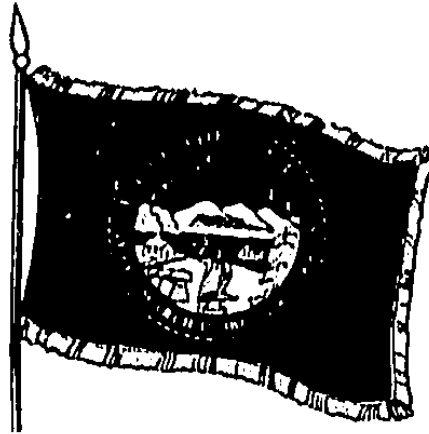
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DIVISION OF RECORDS
95 JUL 25 AM 11:17

STATE OF

NEBRASKA

United States of America,
State of Nebraska

} ss.



Department of State
Lincoln, Nebraska

I, Scott Moore, Secretary of State of the State of Nebraska do hereby
certify;

GULF STATES AGRISURANCE, INC.

with registered office located in OMAHA, Nebraska, filed
Articles of Incorporation in this office on June 22, 1995.

I further certify that said corporation is in good standing as of this date.

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In Testimony Whereof,

I have hereunto set my hand and
affixed the Great Seal of the State
of Nebraska on June 26
in the year of our Lord, one thousand
nine hundred and ninety-five.



Scott Moore

SECRETARY OF STATE