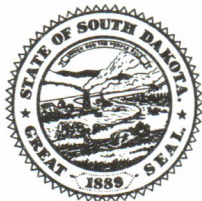


State of South Dakota



OFFICE OF THE SECRETARY OF STATE

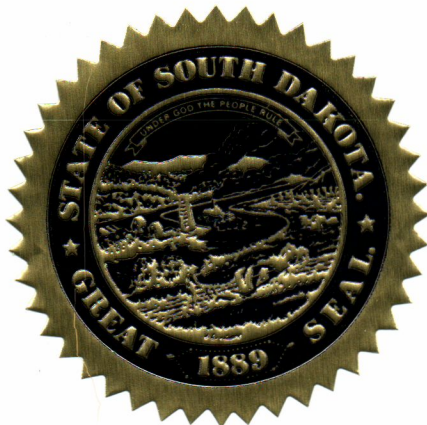
Certificate of Domestication Domestic Insurance Company

ORGANIZATIONAL ID #: IN000137

I, **Jason Gant**, Secretary of State of the State of South Dakota, hereby certify that the Articles of Incorporation of **BOND SAFEGUARD INSURANCE COMPANY** duly signed and verified, pursuant to the provisions of the South Dakota Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY, and by virtue of the authority vested in me by law, I hereby issue this Certificate of Incorporation and attach hereto a duplicate of the Articles of Incorporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of South Dakota, at Pierre, the Capital, this 12/9/2013.



Jason Gant
Secretary of State

Filed this 9th day of Dec, 2013
James G. Smith
SECRETARY OF STATE

Articles of Domestication
Bond Safeguard Insurance Company

RECEIVED
DEC 09 2013
S.D. SEC. OF STATE

The Company name immediately prior to the filing of the Articles of Domestication was Bond safeguard Insurance Company. The Company name will remain the same. The Company name satisfies requirements of SS 47-1A-401 to 47-1A-401.3.

The Company was domesticated in Woodridge, IL immediately prior to filing the Articles of Domestication with the South Dakota Secretary of State. The Company was incorporated on 6/15/1971 in Illinois.

Bond Safeguard Insurance Company received a letter of no objection from the Illinois Department of Insurance signed by Marcy Savage, Acting Assistant Deputy Director for the Company to move from Illinois to South Dakota.

I, Andrew G. Smith, as Assistant Secretary of Bond Safeguard Insurance Company, duly swear the information provided herein is accurate to the best of my knowledge.



Company Seal

Andrew G. Smith

Andrew G. Smith
Assistant Secretary

The above instrument was acknowledged before me by Andrew G. Smith, whom is personally known to me, on November 22, 2013 .

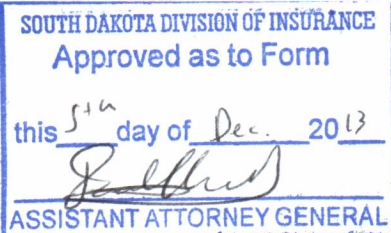
Amy Taylor
Notary Signature

Amy Taylor
Notary Printed Name

Seal



January 9, 2016
Commission Expires



**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
BOND SAFEGUARD INSURANCE COMPANY
AS AMENDED November 1, 2013**

RECEIVED

DEC 09 2013

S.D. SEC. OF STATE

ARTICLE I

NAME

The name of the Company shall be BOND SAFEGUARD INSURANCE COMPANY.

ARTICLE II

PRINCIPAL OFFICE & REGISTERED AGENT

The Company shall maintain its principal place of business at 2522 West 41st Street, #246, Sioux Falls, SD 57105. Heather Nilson shall serve as the registered agent.

ARTICLE III

DURATION

The period of duration of the Company shall be perpetual.

ARTICLE IV

OBJECT AND PURPOSE

The kinds of insurance which the company is formed to transact (including cessation and acceptance of reinsurance of all or any part of any risk) is surety insurance as that is defined under SDCL Title 58, or as that Title may be hereafter amended.

ARTICLE V

DIRECTORS

(1) The corporate powers shall be exercised by, and the corporate business and affairs shall be managed by a Board of Directors composed of not less than five (5), nor more than twenty-one (21) natural persons who are shareholders, and who are at least twenty-one (21) years of age. The number of Directors to be elected, within the minimum and maximum limits above specified, shall be as provided in the By-Laws, which number may be increased or decreased from time to time by amendment to the By-Laws.

(2) At the first meeting of the shareholders, the full Board of Directors, as provided in the By-Laws, shall be elected and thereafter the full Board of Directors shall be elected annually by the shareholders at a duly constituted meeting held for the purpose. Any vacancy in the Board of Directors may be filled by election at a special meeting of the shareholders called for that purpose. All Directors elected by the shareholders shall hold office until the annual meeting of shareholders next succeeding their election and/or until their successors are elected and qualified. Until the first meeting of the shareholders, the incorporators shall have the powers and duties ordinarily possessed and executed by the Board of Directors.

(3) In all elections for Directors, every shareholder shall have the right to vote, in person or by proxy, the number of shares owned by him, for as many persons as there are Directors to be elected, or to cumulate said shares, and give one candidate as many votes as the number of Directors multiplied by the number of his shares shall equal, or to distribute them on the same principle among as many candidates as he shall think fit.

ARTICLE VI

CAPITAL STOCK

Below are the minimum requirements that the Company will adhere to in South Dakota:

(1) The amount of the authorized capital of the Company shall be \$200,000.00 and Surplus of \$300,000.00, SDCL 58-6-23; and

The aggregate number of common shares which the Company shall have authority to issue from time to time without further amendment to this Article shall be 5,000,000 shares of the par value of One Dollar (\$1.00) each. As of the date of this amendment the Company has issued \$2,500,000 shares at the par value of One Dollar (\$1.00).

(2) The number of such common shares to be issued and sold prior to the issuance of Certificate of Authority to the Company shall be 400,000 shares at a price of One Dollar and Fifty Cents (\$1.50) each to provide a paid-up capital of \$400,000.00 and paid in surplus of \$200,000.00

(3) The Board of Directors shall have the power, by appropriate resolution, to authorize the issuance or sale at any time or from time to time of the whole or any part of said 4,600,000 authorized but unissued common shares as additions to its paid-up capital pursuant to one or more, permits issued at any time or from time to time by the Director of Insurance of the State of South Dakota.

(4) All capital shares of the Company, to be delivered at the issuance by the Director of Insurance of a Certificate of Authority, will not contain or grant to any purchaser thereof any preemptive rights to enable such purchaser to subscribe for or purchase in proportions to his holdings any additional common shares of the Company, should the Company at a later date obtain a Permit of the Director of Insurance to increase and issue its capital shares.

ARTICLE VII

PLAN OF OPERATION

The Company shall be conducted upon the stock plan with the right to issue participating policies.

ARTICLE VIII

INDEMNIFICATION OF OFFICERS, DIRECTORS, EMPLOYEES AND AGENTS

(1) The Company shall have power to indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the right of the Company) by reason of the fact that he is or was a director, officer, employee or agent of, the Company, or is or was serving at the request of the Company as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses including attorneys' fees, judgments, fines, and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceeding if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the Company, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he reasonably believed to be in or not opposed to the best interests of the Company, and, with respect to any criminal action or proceeding, had reasonable cause to believe that his conduct was unlawful.


(2) The Company shall have power to indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action or suit (other than the right by or in the company to procure a judgment in its favor) by reason of the fact that he is or was a director, officer, employee or agent of the Company, or is or was serving at the request of the Company as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees) actually and reasonably incurred by him in connection with the defense or settlement of such action or suit if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the company and except that no indemnification shall be made in the performance of his duty to the Company unless and only to the extent that the Court in which such action or suit was brought shall determine upon application that, despite the adjudication or liability but in view of all the circumstances of the case, such expenses which the Court shall deem proper.

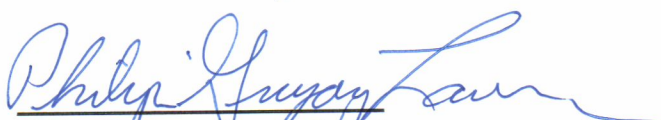
(3) To the extent that a director, officer, employee or agent of a Company has been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in subsections (1) and (2), or in defense of any claim, issue or matter therein, he shall be indemnified against expenses (including attorneys' fees) actually and reasonably incurred by him in connection therewith.

(4) Any indemnification under subsections (1) and (2), unless ordered by a court, shall be made by the Company only as authorized in the specific case upon a determination the indemnification of the director, officer, employee or agent is proper in the circumstances because he has met the applicable standard of conduct set forth in subsections (1) and (2). Such determination shall be made (a) by the Board of Directors by a majority vote of a quorum consisting of Directors who were not parties to such action, suit or proceedings, or (b) if such a quorum is not obtainable, or, even if obtainable a quorum of disinterested Directors so directs, by independent legal counsel in a written opinion, or (c) by the stockholders.

(5) Expenses incurred in defending a civil or criminal action, suit or proceeding may be paid by the Company in advance of the final disposition of such action, suit or proceeding as authorized by the Board of Directors in the specific case upon receipt of an undertaking by or on behalf of the director, officer, employee or agent to repay such amount unless it shall ultimately be determined that he is entitled to be indemnified by the Company as authorized in this section.

IN WITNESS WHEREOF, the undersigned as President and Secretary of Bond Safeguard Insurance Company hereby execute and acknowledge the foregoing Amended Articles of Incorporation, in triplicate, this 1st day of November, 2013.

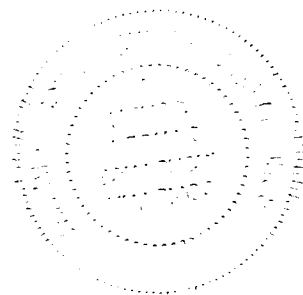

David Campbell, President

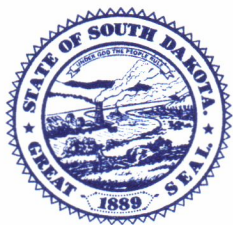

Philip Gregory Lauer, Secretary

(Seal)



20. DIVISION OF WORK
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A. 10.00





Secretary of State

Jason M. Gant

State Capitol | 500 E. Capitol Ave. | Pierre, South Dakota 57501 | sdsos@state.sd.us | sdsos.gov

Return To: LUANN DIVISION OF INSURANCE
445 EAST CAPITOL
PIERRE, SD 57501

From: Secretary of State Jason M. Gant
Corporations Division

Filing Date: 12/09/2013

Re: BOND SAFEGUARD INSURANCE COMPANY (IN000137)
Articles of Incorporation

The documents on behalf of BOND SAFEGUARD INSURANCE COMPANY have been received and filed. Attached is the Certificate along with a receipt for the filing fee of \$150.00. Below is a summary of the transaction.

Remitter	Address	Amount Paid
BOND SAFEGUARD INSURANCE COMPANY	10002 SHELBYVILLE RD STE 100 LOUISVILLE, KY 40223	\$150.00
Total:		\$150.00

Description	Invoice Date	Qty	Receipt #	Subtotal
Articles of Incorporation	12/12/2013	1	159594	\$150.00
Total:				\$150.00

Administration

Tel: (605) 773-3537
Fax: (605) 773-6580

Corporations

Tel: (605) 773-4845
Fax: (605) 773-4550

Uniform Commercial Code

Tel: (605) 773-3537
Fax: (605) 773-6580

