

Filing fee: \$50.00
License fee: \$15.00 minimum
(Section 7-1.1-124)

Corporate ID 54389

**APPLICATION FOR
CERTIFICATE OF AUTHORITY
OF**

MIDAMERICA MANAGEMENT CORPORATION

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

FIRST: The name of the corporation is

MIDAMERICA MANAGEMENT CORPORATION

SECOND: The name which it elects to use in Rhode Island is

MIDAMERICA MANAGEMENT CORPORATION

(If the name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Rhode Island;)

THIRD: It is incorporated under the laws of Iowa

FOURTH: The date of its incorporation is November 23, 1959 and the period of its duration is perpetual

FIFTH: The address of its principal office in the state or country under the laws of which it is incorporated is 4333 Edgewood Road NE, Cedar Rapids, Iowa 52499

SIXTH: The address of its proposed registered office in Rhode Island is C T Corporation System and the name of its proposed registered agent in Rhode Island at that address is 123 Dyer Street, Providence, Rhode Island 02903

SEVENTH: The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are

Broker/Dealer in mutual funds and/or real estate investment trusts

EIGHTH: The names and respective addresses of its directors and officers are:

<u>Name</u>	<u>Office</u>	<u>Address</u>
Patrick E. Falconio	Director	4333 Edgewood Road NE, Cedar Rapids, Iowa 52499
Donald E. Flynn	Director	" "
Ralph M. O'Brien	Director	" "
David L. Blankenship	Director	" "
Patrick E. Falconio	President	4333 Edgewood Road NE, Cedar Rapids, Iowa 52499
Donald E. Flynn	Vice President	" "
Margaret A. Kostaszuk	Secretary	" "
Alan F. Fletcher	Treasurer	" "
For additional officers, see attached Exhibit 1.		

NINTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
5,000	Common	--	\$5.00

TENTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
2,400	Common	--	\$5.00

ELEVENTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ -0-

TWELFTH: An estimate of the value of its property to be located within Rhode Island during such year is \$ -0-

THIRTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$ 5,000,000

FOURTEENTH: An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during such year is \$ 0 - \$50,000

FIFTEENTH: This Application is accompanied by a copy of its articles of incorporation and all amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated February 17, 1989

MIDAMERICA MANAGEMENT CORPORATION
[Exact Corporate Name of Corporation Making Application]

By Donald E. Flynn
Executive
Its Vice President
and Margaret Kostaszuk
Its Secretary

STATE OF IOWA }
COUNTY OF LINN } Sc.

At Cedar Rapids, Iowa in said County on the 17th day of February 19 89, before me personally appeared Donald E. Flynn and Margaret A. Kostaszuk, who being by me first duly sworn, declared that he is the Exec. VP and Secretary, respectively of MidAmerica Management Corporation, that he signed the foregoing document as such Executive VP and Secretary of the corporation, and that the statements therein contained are true.

M. C. Galligan
Notary Public

(NOTARIAL SEAL)

M. C. Galligan

My Commission Expires: 12-12-91

✓ 5/22/89
MLC

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SECRETARY OF STATE
CORPORATIONS DIV.

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1 MLC 15459

EXHIBIT 1

Additional Officers:

Ralph M. O'Brien, Senior Vice President
David L. Blankenship, Senior Vice President
Robert A. Thelen, Senior Vice President
David M. Zachar, Senior Vice President
Kevin L. Kubik, Vice President
James F. Carpenter, Vice President
Robert L. Hansen, Assistant Vice President
Michael N. Meese, Assistant Vice President
Michael E. Scherrman, Assistant Vice President
Jon D. Kettering, Assistant Vice President
John P. Donohoe, Assistant Secretary

The address for all the above officers is 4333 Edgewood Road NE, Cedar Rapids, Iowa 52499.

STATE OF IOWA



OFFICE OF
THE SECRETARY OF STATE

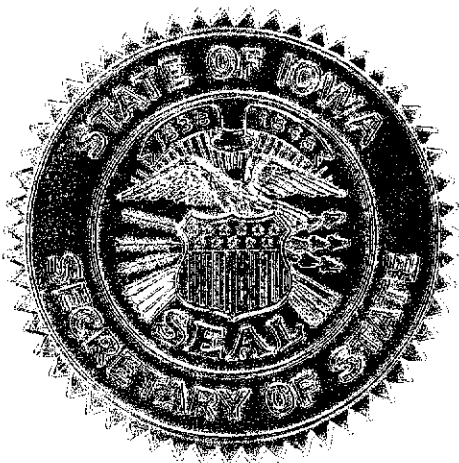
To All To Whom These Presents Shall Come, Greeting:

I, ELAINE BAXTER, Secretary of State
of the State of Iowa;
CUSTODIAN of the records of incorporations;
DO HEREBY CERTIFY THAT:

MIDAMERICA MANAGEMENT CORPORATION,
an IOWA corporation,

filed articles of incorporation on
November 23, 1959,
and is shown by the records in this office
to be in Good Standing.

As the same appear of record in this office.



In Testimony Whereof, I have hereunto
set my hand and affixed the official seal
of the Secretary of State at the Capitol, in
Des Moines, this 15th day of February
A. D. nineteen hundred and eighty-nine.

Elaine Baxter
Secretary of State

ARTICLES OF INCORPORATION
OF
LIFE INVESTORS MANAGEMENT CORPORATION



1939 NOV 20 AM 9:00
SECRETARY OF STATE
IOWA

RECEIVED

ARTICLE I

The name of the corporation is "LIFE INVESTORS MANAGEMENT CORPORATION".

It is incorporated under the provisions of the Iowa Business Corporation Act enacted as Chapter 321 of the Acts of the 58th General Assembly of Iowa.

ARTICLE II

The initial registered office of the corporation shall be at 1027 Merchants National Bank Building, Cedar Rapids, Linn County, Iowa, and its initial registered agent at such address shall be Ronald L. Jensen.

ARTICLE III

The corporation shall have unlimited power to engage in, and to do any lawful act concerning, any or all lawful businesses for which corporations may be organized under the Iowa Business Corporation Act.

ARTICLE IV

The corporation shall have authority to issue shares of stock, all of one class, in the aggregate number of five thousand (5,000) shares, each share having a par value of Five Dollars (\$5.00).

ARTICLE V

Shareholders shall have no preemptive right to acquire additional shares of the corporation, nor to acquire Treasury shares of the corporation.

#2.

ARTICLE VI

At each election for Directors, every shareholder entitled to vote at such election, 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, and for whose election he has a right to vote, but he may not accumulate his votes.

ARTICLE VII

The initial Board of Directors shall consist of three (3) Directors, and the following persons shall serve as Directors until the first annual meeting of shareholders, or until their successors have been elected and have qualified:

Ronald L. Jensen, 308 40th Street Drive, S.E., Cedar Rapids, Iowa

Louis Fellman, 3020 Cottage Grove Avenue, S.E., Cedar Rapids, Iowa

Samuel E. Orebaugh, 3908 Maquoketa Drive, Des Moines, Iowa.

ARTICLE VIII

The Incorporators are:

Samuel E. Orebaugh, 3908 Maquoketa Drive, Des Moines, Iowa

Ace D. Loomis, 3524 Clarke Road, Cedar Rapids, Iowa.

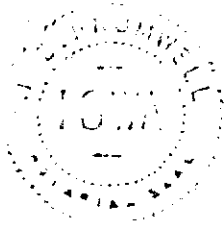
Samuel E. Orebaugh
(Samuel E. Orebaugh)

Ace D. Loomis
(Ace D. Loomis)

#3.

STATE OF IOWA)
) 3S:
COUNTY OF LINN)

On this 17th day of November, 1959, before me, the undersigned, a Notary Public in and for Linn County, Iowa, personally appeared Samuel E. Orabaugh and Ace D. Loomis, to me known to be the persons named in and who signed the foregoing Articles of Incorporation, and each for himself acknowledged that he executed the foregoing Articles of Incorporation as his voluntary act and deed for the uses and purposes therein stated.



Samuel E. Orabaugh
Notary Public in and for Linn County,
State of Iowa

This instrument recorded on 11-18-59 124 Page 93-151
Expense Samuel E. Orabaugh 11-18-59 24253.00
Filed by Samuel E. Orabaugh Notary Public
Notary For Samuel E. Orabaugh

LIFE INVESTORS MANAGEMENT CORPORATION

70 JAN 29 PM 2 39

SECRETARY OF STATE
IOWA

To the Secretary of State
of the State of Iowa:

Pursuant to the provisions of the Iowa Business Corporation Act, the undersigned corporation, organized under the laws of the State of Iowa, submits the following statement for the purpose of changing its registered office or its registered agent, or both, in the State of Iowa:

I. The name of the corporation is LIFE INVESTORS MANAGEMENT CORPORATION

II. The address of its present registered office is 1027 Merchants National Bank Bldg., Cedar Rapids, Iowa

III. The address to which its registered office is to be changed is 375 Collins Road N.E., Cedar Rapids, Iowa

IV. The name of its present registered agent is Ronald L. Jensen

V. The name of its successor registered agent is No Change

VI. The address of its registered office and the address of the business office of its registered agent as changed, will be identical.

VII. Such change was authorized by resolution duly adopted by its Board of Directors.

Dated January 28, 19 70

LIFE INVESTORS MANAGEMENT CORPORATION

By Harvey L. Clark
Harvey L. Clark, Vice President



STATE OF IOWA)
) ss.
LINN County)

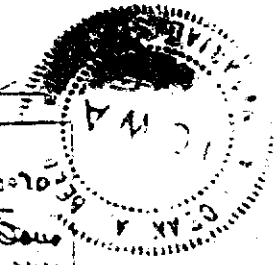
I, Harvey L. Clark, being first duly sworn on oath depose and state that I am the Vice President of LIFE INVESTORS MANAGEMENT CORPORATION and, that I executed the foregoing instrument as Vice President of the corporation, and that the statements contained therein are true.

Harvey L. Clark
Harvey L. Clark

Subscribed and sworn to before me this 18th day of January, A.D. 19 70

[Signature]
Notary Public in and for

OFFICE OF THE SECRETARY OF STATE
The instrument recorded in Book A-25, Page 97
Exempt from Payroll (Iowa Code Sec. 5033)
Filed By Bill Investors Management Corp. Cedar Rapids Iowa



STATEMENT OF CHANGE OF REGISTERED OFFICE,
OF REGISTERED AGENT, OR BOTH,
OF

LIFE INVESTORS MANAGEMENT CORPORATION

RECEIVED

To the Secretary of State
of the State of Iowa:

'75 APR 24 AM 8 43

Pursuant to the provisions of the Iowa Business Corporation Act,
the undersigned corporation, organized under the laws of the State of
Iowa, submits the following statement for the purpose of
changing its registered office or its registered agent, or both, in the
State of Iowa:

- I. The name of the corporation is Life Investors Management Corporation
- II. The address of its present registered office is 375 Collins Road NE, Cedar Rapids, Iowa 52406
(Old Address)
- III. The address to which its registered office is to be changed is 4333 Edgewood Road NE, Cedar Rapids, Iowa 52406
(New Address)
- IV. The name of its present registered agent is Ronald L. Jensen
- V. The name of its successor registered agent is Harvey L. Clark
- VI. The address of its registered office and the address of the business office of its registered agent, as changed, will be identical.
- VII. Such change was authorized by resolution duly adopted by its board of directors.

Dated April 16, 1975.

LIFE INVESTORS MANAGEMENT CORPORATION

By Donald E. Flynn
Its President
(Vice)

State of IOWA)
) ss
Linn County)

I, Donald E. Flynn, being first duly sworn on oath, depose and state that I am the Vice President of Life Investors Management Corporation and that I executed the foregoing instrument as Vice President of the corporation, and that the statements contained therein are true.



Donald E. Flynn
Subscribed and sworn to before me this 16 day of April, 1975.
Judy K. Heite
Notary Public in and for Linn County.

DOMESTIC FEE \$1.50
FOR COPY FEE \$1.00

2 29 565 April 24, 1975
12376
Cedar Rapids, Iowa 52406

A199101

REG Fee: \$5.00

Linn

MARY JANE OGELL
SECRETARY OF STATE
STATE OF IOWA

File in duplicate
original if change
involves two(2)
Counties and this is
an Iowa corporation.

MAILED
APR 1983

STATEMENT OF CHANGE OF REGISTERED OFFICE
OF REGISTERED AGENT OR BOTH
OF

LIFE INVESTORS MANAGEMENT CORPORATION
Name of Corporation

5/1
Mar 29

Pursuant to the provisions of the Iowa Business Corporation Act and the Iowa Nonprofit Corporation Act, the undersigned corporation, organized under the laws of the State of IOWA, submits the following statement for the purpose of changing its registered office or its registered agent or both, in the State of Iowa:

I. The name of the corporation is

LIFE INVESTORS MANAGEMENT CORPORATION

II. The address of the present registered office as it appears on the records now

4333 Edgewood Road NE, Cedar Rapids, Iowa 52499

III. The address of the new registered office the corporation has changed to

N/A

IV. The name of the present registered agent as it appears on the records now is

Harvey L. Clark

V. The name of the new registered agent is

Gerald W. Holmes

VI. The address of its registered office and the address of the business office of its registered agent, as changed, will be identical.

VII. Such change was authorized by resolution duly adopted by its board of directors.

Dated March 22 19 83.

LIFE INVESTORS MANAGEMENT CORPORATION
Name of corporation

By: Ralph M. O'Brien
President ~~XXXXXXXXXXXXXXXXXXXX~~

Ralph M. O'Brien

State of IOWA }
County of LINN } SS

I, Ralph M. O'Brien being first duly sworn on oath, declare and state that I am the President of Life Investors Management Corp and that I executed the foregoing instrument as President of the corporation, and that the statements contained therein are true.

Ralph M. O'Brien
Sign

Subscribed and sworn to before me this 22 day of March

19 83

293

Judy H. Neve
Notary Public in and for LINN
County

WE ARE NO LONGER SENDING RETURNED YOUR CANCELLED CHECK WILL BE YOUR RESPONSIBILITY

This instrument recorded in book
Page 2116
Filed by MAITH & PAIGE/SLA AET
Filing fee 5.00 Recording fee
OFFICE OF THE SECRETARY OF STATE
DES MOINES, IOWA

A220763
24897

THE ANNUAL REPORT FORM (FOR IOWA CORPORATIONS ONLY) IS MAILED TO THE REGISTERED AGENT AND OFFICE ADDRESS AS WE HAVE ON OUR RECORDS IN THIS OFFICE.

SENDER MAILED THE JOE DOE CORPORATION (CORPORATION TITLE)
A JOE DOE (REGISTERED AGENT)
111 FAIRMONT AVE. (REGISTERED OFFICE)
DES MOINES, IOWA 53000

IF YOU WISH TO HAVE YOUR REGISTERED AGENT AND OFFICE CHANGED, PLEASE COMPLETE THE FORM ENCLOSED AND RETURN TO THIS OFFICE WITH THE FEE OF \$5.00.

ALSO, IF YOU WISH TO SEND THE ANNUAL REPORT TO AN ADDRESS OTHER THAN YOUR REGISTERED AGENT AND OFFICE, INDICATE THE CHANGE FORM AND NOTE IT ON YOUR ANNUAL REPORT AS SHOWN "ANNUAL REPORT MAILING ADDRESS MAY BE CHANGED BELOW."

Filing Fee \$5.00

MARY JANE ODELL
SECRETARY OF STATE
STATE OF IOWA

File in duplicate
original if change
involves two (2)
Counties and this is
an Iowa corporation

STATEMENT OF CHANGE OF REGISTERED OFFICE
OF REGISTERED AGENT OR BOTH
OF

LIFE INVESTORS MANAGEMENT CORPORATION
Name of Corporation

Pursuant to the provisions of the Iowa Business Corporation Act and the Iowa Nonprofit Corporation Act, the undersigned corporation, organized under the laws of the State of Iowa, submits the following statement for the purpose of changing its registered office or its registered agent or both, in the State of Iowa:

- I. The name of the corporation is
Life Investors Management Corporation
- II. The address of the present registered office as it appears on the records now 4333 Edgewood Road NE, Cedar Rapids, IA 52499
- III. The address of the new registered office the corporation has changed to
No Change
- IV. The name of the present registered agent as it appears on the records now is Gerald W. Holmes
- V. The name of the new registered agent is
George R. Lambert
- VI. The address of its registered office and the address of the business office of its registered agent, as changed, will be identical.
- VII. Such change was authorized by resolution duly adopted by its board of directors.
Dated Sept. 3 1984

LIFE INVESTORS MANAGEMENT CORPORATION
Name of corporation

By: Edwin L. Ingraham
~~President~~ Vice President
Edwin L. Ingraham, President

State of Iowa)
County of Linn) SS

I, Edwin L. Ingraham being first duly sworn on oath, depose and state that I am President of Life Investors Mgmt Corp and that I executed the foregoing instrument as President of the corporation, and that the statements contained therein are true.

Edwin L. Ingraham
Sign Edwin L. Ingraham

Subscribed and sworn to before me this 3rd day of September 1984

Notary Public
Notary Public in and for Iowa County

WE ARE NO LONGER SENDING RECEIPTS. YOUR CANCELLED CHECK WILL BE YOUR RECEIPT.
SEP 1984

425
George R. Lambert, 4333 Edgewood Road NE, Cedar Rapids, IA 52499

SEP 17 11 29 AM '84
SECRETARY OF STATE

Linn Cty.

MAILED
AUG 22 1985

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
LIFE INVESTORS MANAGEMENT CORPORATION

A250069
#24897

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SECRETARY OF STATE
1985 AUG 13 AM 11:43

TO THE SECRETARY OF STATE
OF THE STATE OF IOWA:

Pursuant to the provisions of Section 58 of the Iowa Business Corporation Act, Chapter 496A, Code of Iowa, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

I. The name of the corporation is Life Investors Management Corporation. The effective date of its incorporation was the 23rd day of November, 1959.

II. The following amendment of the Articles of Incorporation was adopted by the shareholders of the corporation on July 26, 1985, in the manner prescribed by the Iowa Business Corporation Act:

That Article I be amended to change the name of the corporation from Life Investors Management Corporation to MidAmerica Management Corporation. Thereafter, Article I will read in its entirety as follows:

ARTICLE I

The name of the corporation is "MIDAMERICA MANAGEMENT CORPORATION".

It is incorporated under the provisions of the Iowa Business Corporation Act enacted as Chapter 321 of the Acts of the 58th General Assembly of Iowa.

III. The number of shares of the corporation outstanding at the time of such adoption was 2,400; and the number of shares entitled to vote thereon was 2,400.

IV. The designation and number of outstanding shares of each class entitled to vote thereon as a class were as follows:

None.

V. The number of shares voted for such amendment was 2,400; and number of shares voted against such amendment was 0.

VI. The number of shares of each class entitled to vote thereon as a class voted for and against such amendment, respectively, was:

None.

VII. The manner, if not set forth in such amendment, in which any exchange, reclassification, or cancellation of issued shares provided for in the amendment shall be effected, is as follows:

No Change.

VIII. The manner in which such amendment effects a change in the amount of stated capital, and the amount of stated capital as changed by such amendment, are as follows:

No Change.

Dated August 6, 1985.

LIFE INVESTORS MANAGEMENT CORPORATION

By Edwin L. Ingraham
Edwin L. Ingraham, Its President

By George R. Lambert
George R. Lambert, Its Secretary

STATE OF IOWA)
) SS.
COUNTY OF LINN)

On this 6th day of August, A.D. 1985, before me, the undersigned, a Notary Public in and for the State aforesaid, personally appeared Edwin L. Ingraham and George P. Lambert to me personally known, who being by me duly sworn did say that they are the President and Secretary, respectively, of Life Investors Management Corporation, the seal affixed to said instrument is the seal of Life Investors Management Corporation and that said instrument was signed and sealed on behalf of Life

Investors Management Corporation by authority of its Board of Directors and the said Edwin L. Ingraham and George R. Lambert acknowledged the execution of said instrument to be the voluntary act and deed of Life Investors Management Corporation by it voluntarily executed.



Diann E. Barrigar
Notary Public in and for the
State of Iowa

A254969
#24897

CONSENT

Mid-America Management Services, Inc., Carroll, Iowa hereby consents to Life Investors Management Corporation Cedar Rapids, Iowa using the name "MidAmerica Management Corporation."

RECEIVED
SECRETARY OF STATE
1985 AUG 13 AM 12:43

Mid-America Management Services, Inc.



By: Robert A. Feldmann
President

By: Mary L. Feldmann
Secretary

STATE OF IOWA
COUNTY OF CARROLL

OFFICE OF THE SECRETARY OF STATE
Des Moines, Iowa
This instrument recorded in Book _____ Page _____ August 13, 1985
SS perpetual Case No. 0022588
Nyemaster Law Firm, Phyllis E. Pearson, 10th Floor Hubbell Bldg, Des Moines, Iowa 50319
50.00
5.00 Consent
Mary L. Feldmann, Secretary of State

On this 25th day of July, A.D. 1985, before me, the undersigned, a Notary Public in and for the State aforesaid, personally appeared Robert A. Feldmann and Mary L. Feldmann to me personally known, who being by me duly sworn did say that they are the President and Secretary respectively of Mid-America Management Services, Inc., that (no seal has been procured by) (the seal affixed to said instrument is the seal of) Mid-America Management Services, Inc. and that said instrument was signed (and sealed) on behalf of Mid-America Management Services, Inc. by authority of its Board of Directors and the said Mid-America Management Services, Inc. acknowledged the execution of said instrument to be the voluntary act and deed of Mid-America Management Services, Inc. by it voluntary executed.

Letha E. Grundmeier
Notary Public in and for the State of Iowa



Filing Fee: \$5.00

Dec 10 9 37 AM '86

0289540 # 24897

MARY JANE ODELL
SECRETARY OF STATE
STATE OF IOWA

file in duplicate original if change involves two (2) Counties and this is an Iowa corporation.

STATEMENT OF CHANGE OF REGISTERED OFFICE
OF REGISTERED AGENT OR BOTH
OF

MAILED Linn
JAN 14 1987

MIDAMERICA MANAGEMENT CORPORATION (assumed name Life Investors Management Corporation)
Name of Corporation

Pursuant to the provisions of the Iowa Business Corporation Act and the Iowa Nonprofit Corporation Act, the undersigned corporation, organized under the laws of the State of Iowa, submits the following statement for the purpose of changing its registered office or its registered agent or both, in the State of Iowa:

- I. The name of the corporation is:
MidAmerica Management Corporation (assumed name Life Investors Management Corporation)
- II. The address of the present registered office as it currently appears on the records of the Secretary of State
4333 Edgewood Road NE, Cedar Rapids, Iowa 52406
- III. The address of the new registered office the corporation has changed to
(Street) (City) (County) (State) (Zip)
- IV. The name of the present registered agent as it currently appears on the records of the Secretary of State
George R. Lambert
- V. The name of the new registered agent is
Margaret A. Kostaszuk
- VI. The address of its registered office and the address of the business office of its registered agent, as changed, will be identical.
- VII. Such change was authorized by resolution duly adopted by its board of directors.

Dated December 9 1986

MIDAMERICA MANAGEMENT CORPORATION
Name of corporation

By: Ralph M. O'Brien
President or Vice-President
Ralph M. O'Brien, Vice President

State of Iowa)
County of Linn) SS

I, Ralph M. O'Brien being first duly sworn on oath, depose and state that I am the Vice President of MidAmerica Management Corporation and that I executed the foregoing instrument as Vice President of the corporation, and that the statements contained therein are true.

19 86 Subscribed and sworn to before me this 9th day of December
Ralph M. O'Brien
Sign



M. C. Galligan
Notary Public M. C. Galligan

WE ARE NO LONGER SENDING RECEIPTS. YOUR CANCELLED CHECK WILL BE YOUR RECEIPT

OFFICE OF THE SECRETARY OF STATE
DES MOINES, IOWA
CPE-14954
450-0119

December 10 1986
F061107
MidAmerica Management Corporation 4333 Edgewood
2275



STATE OF IOWA
Secretary of State Office

3325

I hereby certify that this is a true and complete document(s) to which the seal is affixed as filed in this office beginning 20th day of November 1959 to and including the date below.

DATED February 15, 1989

Elaine Baxter
Secretary of State

BY Diana Burdette

This certification stamp replaces our previous certification system

12/2/89

