KENTUCKY SECRETARY OF STATE P.O.BOX 718 FRANKFORT, KY 40602



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Certificate of Dissolution

I, Alison Lundergan Grimes, Secretary of State of the Commonwealth of Kentucky, do hereby certify that according to the records in the Office of the Secretary of State,

Midwest Holding Company, LLC

did not file its 2012 annual report within sixty days after it was due. Accordingly, the Secretary of State administratively dissolved the limited liability company on September 11, 2012.

IMPORTANT NOTICE

MIDWEST HOLDING COMPANY, LLC 2980 KY 321 PRESTONSBURG KY 41653

Alison Lundergan Grime Secretary of State