

**ARTICLES OF INCORPORATION
OF
HEALTH TRADITION HEALTH PLAN, INC.**

The undersigned, adopts the following Articles of Incorporation as of [●], 2018.

ARTICLE I

The name of the Corporation is **HEALTH TRADITION HEALTH PLAN, INC.**, and the Corporation is organized under Chapter 611 of the Wisconsin Insurance Code.

ARTICLE II

The duration of the Corporation is perpetual.

ARTICLE III

The location of the Corporation's principal and home office shall be in the City of Madison, County of Dane, in the State of Wisconsin.

ARTICLE IV

A. The primary purpose of the Corporation shall be to transact the business of writing insurance upon the health of persons, and every assurance appertaining thereto or connected therewith.

B. In accordance with the terms of the Wisconsin Insurance Code, as they now exist or may hereafter be amended, the Corporation shall transact the business of insurance set forth in this Article IV by issuing insurance contracts, making investments as authorized by law, and, in general, performing any activity reasonably necessary or incidental to the operation of said business, subject to the limitations of Section 610.21 of the Wisconsin Insurance Code.

ARTICLE V

The number of common shares the Corporation is 5,000 with no par value. Each share shall be entitled to one (1) vote on all matters properly before the shareholders. The holders of the common shares shall be entitled to receive the net assets of the corporation upon liquidation.

ARTICLE VI

The shareholders of the Corporation shall have pre-emptive rights to the extent granted pursuant to Section 180.0630(3) to (6) of the Wisconsin Business Corporation Law as applied to the Corporation by Section 611.33(1)(e) of the Wisconsin Insurance Code.

ARTICLE VII

These Articles of Incorporation, or any Article hereof, shall be amended, repealed, or changed only by the affirmative vote of the holders of at least a majority of the outstanding shares entitled to vote thereupon.

ARTICLE VIII

The Bylaws of the Corporation, or any part of them, shall be amended, repealed, or changed only by the affirmative vote of the holders of at least a majority of the outstanding shares entitled to vote thereupon.

ARTICLE IX

The dissolution, merger, consolidation or sale, lease or exchange of substantially all of the assets of the Corporation, or change in the purpose of the business of the Corporation as described in Article IV of these Articles of Incorporation, shall be authorized by the affirmative vote of the holders of at least a majority of the outstanding shares entitled to vote thereupon.

ARTICLE X

The registered agent of the Corporation is Vaughn Vance whose address is at the registered office of the Corporation at 45 Nob Hill Road, Madison, County of Dane, Wisconsin 53713.

ARTICLE XI

The number of directors of the Corporation and the manner of their election shall be as set in the Bylaws of the Corporation.

ARTICLE XII

The address of the successor to the original incorporator of the Corporation is as follows:

Vaughn Vance
45 Nob Hill Road
Madison, Wisconsin 53713

ARTICLE XIII

The Corporation shall have all of the rights, privileges, immunities, and powers accorded it by the law under which it is incorporated, including, but not limited to, the capacity:

- (1) to sue and be sued, complain and defend in its corporate name;
- (2) to have a corporate seal which may be altered at will and to use the same by causing it or a facsimile thereof to be impressed or fixed, or in any other manner reproduced;
- (3) to acquire, own, hold, lease, mortgage, pledge, convey, sell, exchange, or otherwise dispose of property, real and personal, tangible and intangible, whether located within or without the borders of the State of Wisconsin;
- (4) to borrow money and to issue notes, surplus notes, bonds, or convertible debentures to evidence such borrowing;
- (5) to conduct its business and to carry on its operations in the State of Wisconsin and elsewhere, and to have one or more offices outside as well as within the State of Wisconsin;
- (6) to appoint such officers, agents, and employees as the business of the Company may require and to define their duties and fix their compensation;
- (7) to merge or consolidate with any corporation and to reorganize or reincorporate in such manner as may be permitted by law;
- (8) to cease doing business, to dissolve and to surrender its corporate franchise and authority as provided by law; and
- (9) to have and exercise all powers necessary or convenient to effect any or all of the purposes for which the company is formed.

IN WITNESS WHEREOF, the undersigned sole shareholder of the Corporation adopted these Articles on [●], 2018.

WEA Insurance Corporation

Vaughn L. Vance, Secretary