

FARMINGTON BOARD RESOLUTION

On August 2, 2018 a meeting of the Board of Directors for Farmington Mutual was held in East Farmington, Wisconsin. At this meeting the following items were agreed to in a resolution:

- The Plan of Merger between Little Black Mutual and Farmington Mutual was adopted.
- The effective date of the merger will be January 1, 2019.

I hereby certify that the official resolution, reflected in the minutes of the meeting, were adopted by the Farmington Mutual Board of Directors.

Certified by Secretary of the Board:

Richard McCurdy
Print Name

Richard McCurdy
Signature

August 2nd 2018
Date

**RESOLUTION
ADOPTING AGREEMENT AND PLAN OF MERGER
BOARD OF DIRECTORS OF
FARMINGTON MUTUAL INSURANCE COMPANY**

WHEREAS, the Board of Directors of FARMINGTON MUTUAL INSURANCE COMPANY ("Farmington") determines that merger of Farmington with LITTLE BLACK MUTUAL INSURANCE COMPANY ("Little Black") is in the common interests of the members of both companies; that merger will result in the greater financial strength of the surviving company and provide greater security to Farmington's members by combining the assets and reserves of the companies, spreading the risk of loss, and reducing the costs of operation; and

WHEREAS, the Board of Directors determines that merger of Farmington with Little Black will increase public confidence and confidence of lending institutions in the financial stability of the surviving company; and

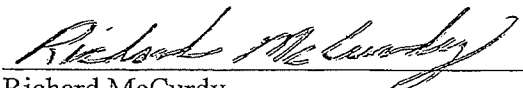
WHEREAS, the Board of Directors has reviewed the Agreement and Plan of Merger (the "Agreement") and has determined that the Agreement is reasonable, fair and equitable to Farmington's members.

RESOLVED, that the officers of Farmington be and hereby are authorized and directed to execute and deliver the Agreement in the name and on behalf of Farmington substantially in the form authorized as aforesaid, such execution and delivery to constitute conclusive evidence of such approval.

FURTHER RESOLVED, that Farmington's officers be and hereby are authorized and directed to do such other things and execute and deliver all documents, agreements, certificates and instruments as may be necessary or proper to fully carry out and implement the Agreement.

Adopted on this 2nd day of August 2018.

Certified by the Secretary of the Company:



Richard McCurdy
Board Secretary

