

**MERGER OF**  
**NORTHEASTERN MUTUAL INSURANCE COMPANY**  
**WITH AND INTO**  
**HOMESTEAD MUTUAL INSURANCE COMPANY**

<p><b>ARTICLES OF INCORPORATION</b> <b>EXHIBIT A TO AGREEMENT AND PLAN OF MERGER</b></p>
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*Filed with the Wisconsin Office of the Commissioner of Insurance*

**November 6, 2023**



# **AMENDED AND RESTATED ARTICLES OF INCORPORATION OF HOMESTEAD MUTUAL INSURANCE COMPANY**

## **ARTICLE I**

### **Name and Location of Principal Office**

The name of this company is Homestead Mutual Insurance Company (the "Company"), and the principal office for the transaction of business is located in the town of Winchester, county of Winnebago, State of Wisconsin.

## **ARTICLE II**

### **Registered Agent and Registered Office**

The Company's registered agent and registered office are on file with the Wisconsin Office of the Commissioner of Insurance.

## **ARTICLE III**

### **Purposes**

The Company is organized for the purpose of insuring its members against any of the hazards as may be authorized or permitted for companies of its class under Wisconsin law as such laws now exist or may hereafter be amended and to engage in any other lawful activity within the purposes for which mutual insurance corporations may be organized under Wisconsin law as such laws now exist or may hereafter be amended. The Company shall have all of the powers conferred upon business corporations by Wisconsin law except where inconsistent with the provisions of Wisconsin law relating specifically to mutual insurance companies.

## **ARTICLE IV**

### **Board of Directors**

All corporate powers shall be exercised by or under the authority of, and the business affairs of this Company shall be controlled by, its board of directors. The number, qualifications, term of office (including staggered terms) and method of electing the board of directors shall be as established in the Company's bylaws.

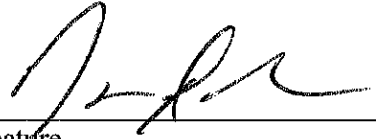
## **ARTICLE V**

### **Membership**

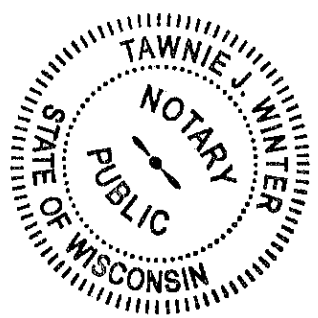
The Company shall be a mutual insurance company without capital stock organized under Chapter 611 of the Wisconsin Statutes. Each policyholder shall be a member of the Company during the period while such policy is in force and shall have such rights and obligations as are established in the bylaws and by law.

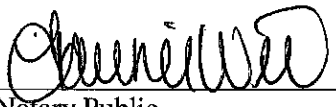
**CERTIFICATE**

The undersigned deposes and says that he has duly executed the foregoing Articles dated November 10, 2022, and on behalf of Homestead Mutual Insurance Company; that he is the President & CEO and that he is authorized to execute such instrument. Deponent further says that he is familiar with such instrument and the contents thereof, and that the facts therein set forth are true to the best of his knowledge, information and belief.

  
\_\_\_\_\_  
Signature

**Darren Reoh**  
Print Name



Subscribed and sworn to this  
11 day of November, 2022  
  
\_\_\_\_\_  
Notary Public  
My commission expires on 11/9/24