

**RESOLUTION 2001-3**

**CERTIFICATE OF RESOLUTION  
AND 401(K) PLAN AMENDMENT**

The undersigned Authorized Signatory of Southwest Kansas Groundwater Management, Inc. a corporation validly organized and existing in the State of Kansas (the "Company"), hereby certifies that the following is a true and accurate copy of the resolution which was duly adopted by the Board of Directors of the Company on June 13, 2001; that the passage of said resolution was in all respects legal; and that the resolution has not been modified or rescinded as the date hereof:

WHEREAS, the Company established the Southwest Kansas Groundwater Management, Inc. Employees 401(k) Profit Sharing Plan (the "Plan") effective January 1, 1985 for the benefit of certain employees of the Company: and

WHEREAS, pursuant to Article 8.1 of the Plan, the Company has the right to amend the Plan; and

WHEREAS, the Company deems it necessary to amend the Plan, generally effective June 13, 2001, to:

**Change the name of the Trustee of the Plan**

NOW, THEREFORE, BE IT RESOLVED, that, with the unanimous consent of the Board of Directors, the name of the Trustee of the Plan, be, and it hereby is, amended as set forth below, and that such amendment be, and it hereby is, approved and adopted in its entirety.

**AMENDMENT**

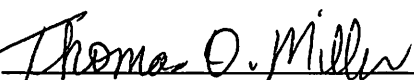
Section B6 of the Adoption Agreement is amended by replacing the name of Steven K. Frost with that of Steven C. Hansen as the Trustee for the Southwest Kansas Groundwater Management, Inc. Employees 401 (k) Profit Sharing Plan effective June 13, 2001.

BE IT FURTHER RESOLVED, that the proper officers of the Company, acting for and on behalf of the Company, be, and they hereby are, authorized and directed to take such actions as may be deemed necessary or advisable to carry out the intent and purpose of this resolution.

Southwest Kansas Groundwater Management, Inc.

Adopted this 13<sup>th</sup> day of June, 2001.

By:   
Brant Peterson, President

Witnessed By:   
Thomas O. Miller, Secretary

**NOTICE OF PLAN AMENDMENT**

As a participant in the Southwest Kansas Groundwater Management, Inc. Employees 401(k) Profit Sharing Plan, we are notifying you that an amendment has been made to the plan effective June 13, 2001.

The amendment changes the name of the Trustee of the Plan from Steven K. Frost to Steven C. Hansen.

Date distributed: JUNE 15, 2001

Signature of Plan Trustee Steven C. Hansen

**B6 NAME(S) OF TRUSTEE(S)**

- a. Steven C. Hansen
- b. \_\_\_\_\_
- c. \_\_\_\_\_
- d. \_\_\_\_\_
- e. \_\_\_\_\_

**B7 TRUSTEES' ADDRESS**

- a.  Use Employer Address
- b.  \_\_\_\_\_  
Street  
\_\_\_\_\_, \_\_\_\_\_  
City State Zip

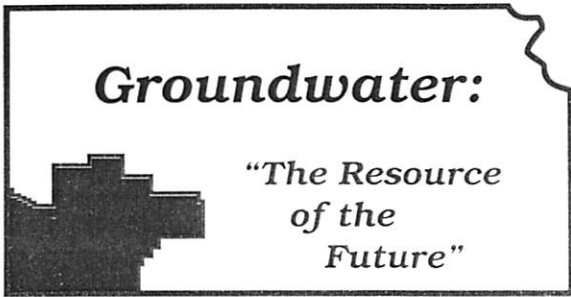
**B8 LOCATION OF EMPLOYER'S PRINCIPAL OFFICE:**

- a.  State b.  Commonwealth of c. Kansas and this Plan and Trust shall be governed under the same.

**B9 EMPLOYER FISCAL YEAR means the 12 consecutive month period:**

Commencing on a. January 1<sup>st</sup> \_\_\_\_\_ (e.g., January 1<sup>st</sup>) and ending on  
month day

b. December 31<sup>st</sup>  
month day



**Southwest Kansas  
Groundwater Management District**

\* \* \* \* \*

(620) 275-7147

409 Campus Drive, Suite 106  
Garden City, Kansas 67846

June 13, 2001

Security Benefit Group of Companies  
700 SW Harrison St.  
Topeka, KS 66636-0001

RE: Change in Plan Trustee


Dear Security Benefit,

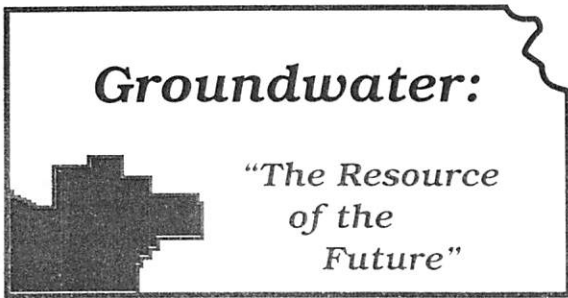
I have been hired to replace Steven K. Frost as Executive Director for the Southwest Kansas Groundwater Management District. Mr. Frost recently resigned to pursue other career endeavors.

During the June 13, 2001 Board of Directors' meeting, I was named by unanimous consent to be the new Trustee of the Plan. Therefore, please accept this letter as my official acceptance of the position of Trustee for the "Southwest Kansas Groundwater Management, Inc. Employees 401(k) Profit Sharing Plan".

I look forward to working with you in the future.

Sincerely,

  
Steven C. Hansen  
Executive Director



**Southwest Kansas  
Groundwater Management District**

\* \* \* \* \*

**(620) 275-7147**

**409 Campus Drive, Suite 106  
Garden City, Kansas 67846**

June 13, 2001

Security Benefit Group of Companies  
700 SW Harrison St.  
Topeka, KS 66636-0001

RE: Change in Plan Trustee

Dear Security Benefit,

Please accept this letter as my official notification of resignation as Trustee for the "Southwest Kansas Groundwater Management, Inc. Employees 401(k) Profit Sharing Plan", effective immediately. I am undertaking a new career challenge and have resigned as the District's Executive Director. Steven C. Hansen has been hired as my replacement and most likely will be approved as the new Trustee during the June 13, 2001 Board of Directors' meeting.

It has been a pleasure working with you. Thank you for all of your helpfulness during the years of my tenure with the District.

Sincerely,

A handwritten signature in cursive script that reads "Steven K. Frost". The signature is written in black ink and is positioned above the typed name.

Steven K. Frost  
Past Executive Director

**The Security Benefit  
Group of Companies**

Security Benefit Life Insurance Company  
Security Benefit Group, Inc.  
Security Distributors, Inc.  
Security Management Company, LLC

700 SW Harrison St.  
Topeka, Kansas 66636-0001  
(785) 431-3000

05/30/2001

DARRELL OWEN  
PFG FINANCIAL SERVICES  
PO BOX 174  
CIMMARRON, KS 67835

VIA FACSIMILE: (920)855-7721

Re: Change in Plan Trustee for Southwest Kansas Groundwater Management, Inc. Employees  
401(k) Profit Sharing Plan

Dear Mr. Owen:

In a telephone conversation on May 30, 2001, you informed me that there will be a change in trustee(s) for the Southwest Kansas Groundwater Management, Inc. Employees 401(k) Profit Sharing Plan. Following is a list of information we need in order to prepare the requisite paperwork for you. Next is a list of the documentation which is required in order to effectuate the change, whether or not you opt to have us prepare it.

If you want us to prepare the paperwork, we will charge a fee of \$60 an hour, capped at \$250. If there are no other plan changes you wish to incorporate at this time nor any other complicating factors, we should be able to complete the project in one hour (\$60) or less.

Please be advised that most plan amendments, including a change in trustee, can be made retroactively effective to the first day of the current plan year, as long as the company's directors have passed a resolution authorizing the change. The plan can operate in accordance with the amendment, even though the actual amendment has not yet been drafted. As long as the amendment - in written form - is signed and dated on or prior to the last day of the plan year in which it is effective, you can operate the plan as if it has already been amended.

I. Information Required by SBG to Prepare the Documents for a Change in Trustee

If you want SBG to prepare the requisite paperwork for the change in trustee, please send us a letter, signed by a board member or other authorized representative of the employer, requesting that SBG prepare the documents and including:

- A description of the change;
- The names (including the middle initial) of the resigning trustee and/or the newly appointed trustee, and a list of the other individuals maintaining their position as trustee (as applicable);
- The effective date of the change; and
- The date of the board meeting (or a meeting of partners, if a partnership, etc.) in which it was decided to appoint and/or remove trustee(s).

Darrell Owen

05/30/2001

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II. Required Documentation for a Change in Trustee  
(These documents will be prepared by SBG, if requested.)

- Certificate of Resolution which cites (a) the employer's authority to appoint and/or replace trustees of the plan, and (b) the actual change in trustee(s);
- Acceptance by new trustee(s) and/or resignation of former trustee(s);
- An amendment to the adoption agreement reflecting the change;
- Summary of Material Modifications to be distributed to plan participants and attached as an addendum to your file copy of the Summary Plan Description;
- A "Working Copy" of the Plan which reflects all current plan provisions (suggested, not necessarily required); and
- A signature card for SBG to keep on file which updates the annuity or mutual fund contract on behalf of the plan.

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Please let us know if you would like us to perform the services discussed above. If you have any questions or comments, please call me at (888) 724-7526, x3182

Sincerely,



Misty Holecek  
Retirement Plan Administrator  
The Security Benefit Group of Companies

Email