

JAN 29 2026

FILED

CERTIFICATION

January 29, 2026

I, Eric Dunning, Director of Insurance of the State of Nebraska, do hereby certify that the attached is a full and correct copy of the Financial Examination Report of

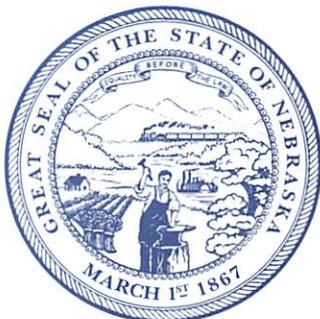
PRAIRIELAND INSURANCE COMPANY

AS OF

DECEMBER 31, 2025

The report is now on file and forming a part of the records of this Department.

I hereto subscribe my name under the seal of my office at Lincoln, Nebraska.





DIRECTOR OF INSURANCE

CERTIFICATE OF ADOPTION

Notice of the proposed report for the financial examination of

PRAIRIELAND INSURANCE COMPANY

10306 REGENCY PARKWAY DRIVE

OMAHA, NE 68114

dated as of December 31, 2025, verified under oath by the examiner-in-charge on January 20, 2026, and received by the company on January 26, 2026, has been adopted without modification as the final report pursuant to Neb. Rev. Stat. § 44-5906(3) (a).

Dated this 28th day of January 2026.

STATE OF NEBRASKA
DEPARTMENT OF INSURANCE

A handwritten signature in black ink that reads "Tadd R. Wegner". The signature is written in a cursive style with a large initial 'T'.

Tadd Wegner, CFE
Chief Financial Regulator

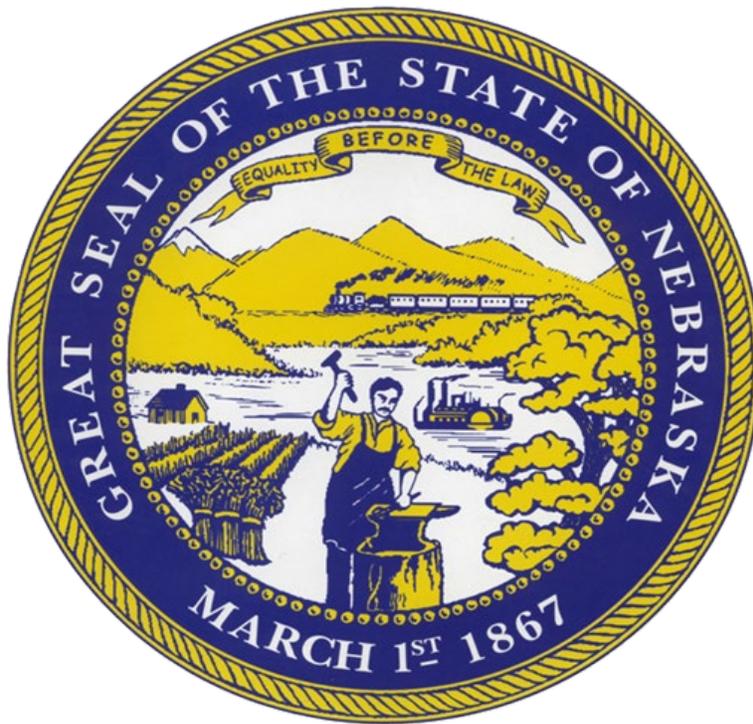
QUALIFYING EXAMINATION

OF

PRAIRIELAND INSURANCE COMPANY

AS OF

DECEMBER 31, 2025



Lincoln, Nebraska
January 15, 2026

Honorable Eric Dunning
Director of Insurance
Nebraska Department of Insurance
1526 K Street, Suite 200
Lincoln, Nebraska 68508

Sir:

Pursuant to your instructions and statutory requirements, a qualifying examination has been made of the

PRAIRIELAND INSURANCE COMPANY

10306 Regency Parkway Drive
Omaha, Nebraska 68114

(hereinafter also referred to as the “Company”) and the report of such examination is respectfully presented herein.

SCOPE OF EXAMINATION

The Company has made an application for a Certificate of Authority to transact the business of insurance as provided under Nebraska Revised Statute §44-201(5) (Property and Casualty Lines of Insurance). In order to determine whether such authority should be granted, this examination has been conducted to ascertain if the Company has met the capital, surplus, and organizational requirements set forth by Nebraska Law.

HISTORY

The Articles of Incorporation of the Company were filed with the Secretary of State of the State of Nebraska on November 21, 2025, and approved by the Nebraska Department of Insurance on November 24, 2025.

The Articles of Incorporation were executed by the following Incorporators:

<u>Name</u>	<u>Address</u>
Adam Feeney	Omaha, NE
Kalli Gloudemans	Omaha, NE
Lawrence F. Harr	Omaha, NE
Michael Storey	Omaha, NE
John Walker	Omaha, NE

CAPITAL STOCK

The Articles of Incorporation states that, “the aggregate number of shares which this corporation shall have authority to issue is forty million (40,000,000) shares of common stock with a par value of forty-three cents (\$0.43) per share.” At the date of this qualifying examination, the Company’s total issued and outstanding common stock consisted of 3,500,000 shares that had been subscribed to and purchased by Wood Canoe LLC, a Delaware Limited Liability Corporation, for a total purchase price of \$1,505,000. Wood Canoe LLC also contributed an additional \$1,995,000. The Company’s capital structure therefore consists of \$1,505,000 in common stock and \$1,995,000 in paid-in and contributed surplus.

MANAGEMENT

Shareholders

Article II, Section 1 of the Company’s By-Laws states that, “the annual meeting of the Shareholders shall be held during the month of April of each year, for the purposes of electing Directors and or the transaction of such business as may come before the meeting. If the election of Directors shall not be held on the day designated herein for the annual meeting of the Shareholders, or at any adjournment thereof, the Board of

Directors shall cause the election to be held at a special meeting of the Shareholders as soon thereafter as conveniently may be.”

Board of Directors

Article III, Section 2 of the Company’s By-Laws states that, “the number of Directors of the Corporation shall be set by the Board of Directors, by majority Board vote, but shall be no less than five, at least one of whom must be a resident of Nebraska. Directors shall be elected annually, by election at the annual meeting of the Stockholders or by written consent of the holders of stock representing a majority Shareholder vote in lieu of such meeting. If the annual election of Directors is not held on the date designated therefore, the Directors shall cause such election to be held as soon thereafter as convenient. Each Director shall hold office from the time of his or her election and qualification until his successor is elected and qualified or until his or her earlier resignations, or removal. Any Director may be removed or replaced at any time by majority Shareholder vote.”

In lieu of a meeting, an action of written consent was taken by the Incorporators of Prairieland Insurance Company, dated November 21, 2025, that the following persons be elected to the Board of Directors:

<u>Name</u>	<u>Address</u>
Gregory G. Clapp	New Rochelle, New York
Eric L. Grenzebach	Springfield, Illinois
Craig E. Harders	Wood River, Nebraska
Lawrence F. Harr	Omaha, Nebraska
Stephen J. Harrison	Nashville, Tennessee
Mark J. Keyser	Lancaster, Pennsylvania
Brian F. Zingale	New York, New York

Officers

Article IV, Section 1 of the Company’s By-Laws states that, “the Officers of the Corporation may be a Chairman of the Board, a President, one or more Vice Presidents (the number thereof to be determined by the Board of Directors), a Secretary, and a Treasurer, each of whom shall be elected by the Board of Directors.”

Article IV Section 2 of the Company’s By-Laws states that, “the Officers of the Corporation to be elected by the Board of Directors shall be elected annually by the Board of Directors at the first meeting of the Board held after each annual meeting of the Shareholders. If the election of Officers shall not be held at such meeting, such election shall be held as soon thereafter as convenient. Each Officer shall hold office until his successor shall have been duly elected and shall have qualified, or until he shall resign or shall have been removed in the manner hereinafter provided.”

In lieu of a meeting, a consent to action was taken by the Board of Directors of the Company, dated December 29th, 2025, that the following persons be elected for the positions indicated:

<u>Name</u>	<u>Position</u>
Gregory G. Clapp	President & Treasurer
Mark J. Keyser	Secretary

CORPORATE RECORDS

The Articles of Incorporation have been properly filed with the Secretary of State of the State of Nebraska. The original By-Laws and other pertinent documents pertaining to the incorporation of the Company have been filed with the Nebraska Department of Insurance. The consent of the Incorporators and the consent to action taken by the Board of Directors were reviewed and appeared to be in order.

Pursuant to Nebraska Revised Statute §44-205.01(b), the Articles state that the registered office of the Company shall be located at 10306 Regency Parkway Drive, Omaha, Nebraska 68114.

FINANCIAL STATEMENT

The following statements reflect the Company’s financial condition as of December 31, 2025:

BALANCE SHEET
December 31, 2025

Assets

Cash	<u>\$3,500,000</u>
Total assets	<u>\$3,500,000</u>

Liabilities, Capital and Surplus

Common capital stock	\$1,505,000
Gross paid in and contributed surplus	<u>1,995,000</u>
Total capital and surplus	<u>\$3,500,000</u>
Total liabilities, capital and surplus	<u>\$3,500,000</u>

ASSETS

<u>Cash and cash equivalents</u>	<u>\$3,500,000</u>
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On December 30, 2025, the Company received cash from Wood Canoe LLC for the initial capitalization of the Company. As of December 31, 2025, the Company had a total of \$3,500,000 in cash. This asset was verified by confirming the account with the receiving bank.

LIABILITIES, CAPITAL AND SURPLUS

Common capital stock **\$1,505,000**

The Company's 3,500,000 outstanding shares were purchased by Wood Canoe LLC on December 30, 2025 for \$0.43 per share pursuant to the stock certificate. The stock certificate was reviewed for accuracy.

Paid in and contributed surplus **\$1,995,000**

Wood Canoe LLC made a cash contribution to the Company totaling \$1,995,000. The contribution was verified by reviewing the Company's bank statement for the cash account.

GENERAL COMMENTS

In accordance with Nebraska Revised Statute §44-208, "no domestic insurance company shall issue, cause, or allow to be issued any stock or stock subscriptions at any time upon which all expenses of distribution and sale, including promotion, commissions, and underwriting fees, exceed ten percent of the amount paid in money upon such stock or stock subscriptions."

An affidavit signed by Gregory G. Clapp, President and Treasurer of the Company, stating that none of the assets of the Company have been pledged or in any way impaired has been obtained. The signed affidavit also states that all of the known expenses unpaid pursuant to Nebraska Revised Statute §44-208 are estimated to be \$0, and that all of the expenses of the organization of the Company will not exceed ten (10) percent of the initial paid-in capital stock and surplus of the Company.

CONCLUSION

Capital, surplus, and organizational filing requirements have been met by the Company as required by the Nebraska Insurance Statutes. All items reviewed appeared properly stated. It is recommended that a Certificate of Authority be granted to this Company to transact the business of insurance as provided under Nebraska Revised Statute §44-201(5).

Respectfully submitted,



Caden Boesiger, CFE
Financial Examiner
Nebraska Department of Insurance

State of Nebraska,

County of Lancaster,

Caden Boesiger, being duly sworn, states as follows:

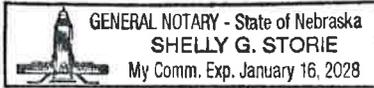
1. I have authority to represent the Department of Insurance of the State of Nebraska in the examination of Prairieland Insurance Company.
2. The Department of Insurance of the State of Nebraska is accredited under the National Association of Insurance Commissioners Financial Regulation Standards and Accreditation.
3. I have reviewed the examination work papers and examination report, and the examination of Prairieland Insurance Company was performed in a manner consistent with the standards and procedures required by the Department of Insurance of the State of Nebraska.

The affiant says nothing further.

Caden Boesiger
Examiner-in-Charge's Signature

Subscribed and sworn before me by Caden Boesiger on this 20th day of January 2026.

(SEAL)



Shelly G. Storie
Notary Public

My commission expires 1/16/28 [date].