

JUN 10 2020

FILED

CERTIFICATION

June 10, 2020

I, Bruce R. Range, 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

UNITED WORLD LIFE INSURANCE COMPANY

AS OF

DECEMBER 31, 2018

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.



Bruce R. Range
DIRECTOR OF INSURANCE

CERTIFICATE OF ADOPTION

Notice of the proposed report for the financial examination of

United World Life Insurance Company

Mutual of Omaha Plaza

Omaha, NEBRASKA 68175

dated as of December 31, 2020, verified under oath by the examiner-in-charge on April 10, 2020 and received by the company on May 14, 2020, has been adopted without modification as the final report pursuant to Neb. Rev. Stat. § 44-5906(3) (a).

Dated this 29th day of May 2020.

STATE OF NEBRASKA
DEPARTMENT OF INSURANCE

A handwritten signature in black ink, appearing to read 'Justin C. Schrader', is written over a horizontal line.

Justin C. Schrader, CFE
Chief Financial Examiner

STATE OF NEBRASKA

Department of Insurance

EXAMINATION REPORT

OF

UNITED WORLD LIFE INSURANCE COMPANY

as of

December 31, 2018



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Omaha, Nebraska
April 3, 2020

Honorable Bruce Ramge
Director of Insurance
Nebraska Department of Insurance
1135 M Street, Suite 300
Lincoln, Nebraska 68508

Dear Sir:

Pursuant to your instruction and authorizations, and in accordance with statutory requirements, an examination has been conducted of the financial condition and business affairs of:

UNITED WORLD LIFE INSURANCE COMPANY
Mutual of Omaha Plaza
Omaha, Nebraska 68175

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

INTRODUCTION

The Company was last examined as of December 31, 2014, by the State of Nebraska. The current financial condition examination covers the intervening period to, and including, the close of business on December 31, 2018, and includes such subsequent events and transactions as were considered pertinent to this report. The States of Nebraska and New York participated in this examination and assisted in the preparation of this report.

The same examination staff conducted concurrent financial condition examinations of the Company’s ultimate parent, Mutual of Omaha Insurance Company (Mutual of Omaha), and subsidiaries, United of Omaha Life Insurance Company, Omaha Reinsurance Company, Companion Life Insurance Company, Omaha Insurance Company, Mutual of Omaha Medicare Advantage Company, Omaha Health Insurance Company, and Medicare Advantage Insurance Company of Omaha.

SCOPE OF EXAMINATION

This examination was conducted pursuant to and in accordance with both the NAIC Financial Condition Examiners Handbook (Handbook) and Section §44-5904(1) of the Nebraska Insurance Statutes. The Handbook requires that examiners plan and perform the examination to evaluate the financial condition and identify prospective risks of the Company by obtaining information about the Company including, but not limited to: corporate governance, identifying and assessing inherent risks within the Company, and evaluating system controls and procedures used to mitigate those risks. The examination also includes assessing the principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation and management's compliance with Statutory Accounting Principles and Annual Statement Instructions, when applicable to domestic state regulations.

The examination was completed under coordination of the holding company group approach with the Nebraska Department of Insurance as the coordinating state and the New York State Department of Financial Services. The companies examined under this approach benefit to a large degree from common management, systems and processes, and internal control and risk management functions that are administered at the consolidated or business unit level.

The coordinated examination applies procedures sufficient to comprise a full scope financial examination of each of the companies in accordance with the examination procedures and standards promulgated by the NAIC and by the respective state insurance departments where the companies are domiciled. The objective is to enable each domestic state to report on their respective companies' financial condition and to summarize key results of examination procedures.

A general review was made of the Company's operations and the manner in which its business has been conducted in order to determine compliance with statutory and charter

provisions. The Company's history was traced and has been set out in this report under the caption "Description of Company". All items pertaining to management and control were reviewed, including provisions for disclosure of conflicts of interest to the Board of Directors and the departmental organization of the Company. The Articles of Incorporation and By-Laws were reviewed, including appropriate filings of any changes or amendments thereto. The minutes of the meetings of the Shareholder, Board of Directors and committees, held during the examination period, were read and noted. Attendance at meetings, proxy information, election of Directors and Officers, approval of investment transactions, and authorizations of salaries were also noted.

The fidelity bond and other insurance coverages protecting the Company's property and interests were reviewed, as were plans for employee welfare and pension. Certificates of Authority to conduct the business of insurance in the various states were inspected and a survey was made of the Company's general plan of operation.

Data reflecting the Company's growth during the period under review, as developed from the Company's filed annual statements, is reflected in the financial section of this report under the caption "Body of Report".

The Company's reinsurance facilities were ascertained and noted, and have been commented upon in this report under the caption "Reinsurance". Accounting records and procedures were tested to the extent deemed necessary through the risk-focused examination process. The Company's method of claims handling and procedures pertaining to the adjustment and payment of incurred losses were also noted.

All accounts and activities of the Company were considered in accordance with the risk-focused examination process. This included a review of workpapers prepared by Deloitte & Touche, LLP, the Company's external auditors, during their audit of the Company's accounts for the years ended December 31, 2017 and December 31, 2018. Portions of the auditor's

workpapers have been incorporated into the workpapers of the examiners and have been utilized in determining the scope and areas of emphasis in conducting the examination. This utilization was performed pursuant to Title 210 (Rules of the Nebraska Department of Insurance), Chapter 56, Section 013.

Any failure of items to add to the totals shown in schedules and exhibits appearing throughout this report is due to rounding.

DESCRIPTION OF COMPANY

HISTORY

The Company was originally incorporated in the State of Illinois and commenced business as an insurer in 1970 under the name of Field Enterprises Educational Insurance Company. On June 1, 1970, the Company was merged with the World Book Educational Insurance Company (World Book), a Texas corporation, with the surviving company being World Book and remaining an Illinois insurance entity. Pursuant to Section 166(3) of the Illinois Insurance Code, the Company assumed the age of World Book that was incorporated and licensed in 1954. In 1973, the Company changed its name to World Book Life Insurance Company.

On April 27, 1983, United of Omaha Life Insurance Company (United), a wholly-owned subsidiary of Mutual of Omaha, purchased 100% of the outstanding stock of the Company and changed its name to United World Insurance Company. On October 1, 1984, the Company effected another name change to United World Life Insurance Company, its present form.

The Company's state of domicile was changed from Illinois to Nebraska on February 1, 1990.

MANAGEMENT AND CONTROL

Holding Company

The Company is a member of an insurance holding company system as defined by Nebraska Statute. An organizational listing flowing from the “Ultimate Controlling Person”, as reported in the 2018 Annual Statement, is represented by the following (subsidiaries are denoted through the use of indentations, and unless otherwise indicated, all subsidiaries are 100% owned):

- Mutual of Omaha Insurance Company
 - East Campus Realty, LLC
 - Mutual of Omaha Holdings, Inc.
 - Mutual of Omaha Investor Services, Inc.
 - Mutual of Omaha Marketing Corporation
 - Omaha Insurance Company
 - Mutual of Omaha Medicare Advantage Company
 - Omaha Financial Holdings, Inc.
 - Mutual of Omaha Bank
 - OMAFIN, INC.
 - SB Capital Investment Fund, LLC (99.9%)
 - PHX SB Capital LLC (99.9%)
 - Synergy One Lending, Inc.
 - Mutual Community Development Company
 - Mutual of Omaha LoanPro, L.L.C.
- Omaha Health Insurance Company
- Turner Park North, LLC
- United of Omaha Life Insurance Company
 - Companion Life Insurance Company
 - Fulcrum Growth Partners III, L.L.C. (80%)
 - Medicare Advantage Insurance Company of Omaha
 - Mutual of Omaha Structured Settlement Company
 - Omaha Reinsurance Company
 - UM Holdings, LLC
 - United World Life Insurance Company

Shareholder

Article VI of the Company’s Articles of Incorporation states that, “the Corporation’s authorized capital shall be Three Million Two Hundred Twenty Thousand Dollars (\$3,220,000).

The number of the Corporation’s authorized common shares shall be 280,000, with a par value of

\$11.50 per share.” At December 31, 2018, Company records indicated that 220,000 shares were issued and outstanding, which were all owned by United.

Article I, Section 1 of the Company’s By-Laws states that, “the Stockholders shall meet annually in the month of March of each year at the Home Office of the Corporation or at such other time, date or place as may be designated by the Board of Directors.”

Board of Directors

Article II, Section 1 of the Company's By-Laws states that, "the Board of Directors shall consist of not less than five nor more than fifteen Directors. Not less than one of the Directors shall be a resident of Nebraska, but the remainder of the Directors need not be residents of Nebraska. The Board of Directors shall be elected at the annual meeting of the Stockholders by a majority vote of the stock represented in person or by proxy at the meeting for a term of one year each.”

The following persons were serving as Directors at December 31, 2018:

<u>Name and Residence</u>	<u>Principal Occupation</u>
James T. Blackledge Elkhorn, NE	Chief Executive Officer Mutual of Omaha Insurance Company
Stephen J. Abels Omaha, NE	Executive Vice President Mutual of Omaha Insurance Company
Bradley N. Buechler Omaha, NE	Executive Vice President Mutual of Omaha Insurance Company
Kurt S. Christiansen Omaha, NE	Senior Vice President Mutual of Omaha Insurance Company
Laura A. Fender Omaha, NE	Senior Vice President and Assistant Treasurer Mutual of Omaha Insurance Company
Stacy A. Scholtz Omaha, NE	Executive Vice President Mutual of Omaha Insurance Company

Officers

Article IV, Section 1 of the Company's By-Laws states that, "the Officers of this Corporation shall consist of a Chairman of the Board of Directors, President, one or more Vice Presidents, Secretary, Treasurer, and such additional Officers with such functions and titles as may be authorized by the Board of Directors."

The following is a partial listing of Senior Officers elected and serving the Company at December 31, 2018:

<u>Name</u>	<u>Office</u>
James T. Blackledge	President
Scott M. Priebe	Treasurer
Jay A. Vankat	Corporate Secretary
Alan D. Brinkman	Appointed Actuary

Committees

Article II, Section 2 of the Company's By-Laws states that, "the Board of Directors... may appoint such committees and specify their power and duties and responsibilities as may, in the judgement of the Board of Directors, be necessary or advisable..."

TRANSACTIONS WITH AFFILIATES

Intercompany Services Agreement

The Company's ultimate parent, Mutual of Omaha, and certain of its direct and indirect subsidiaries, including the Company, share certain resources such as personnel, operational and administrative services, facilities, information and communication services, employee benefit administration, investment management, advertising and general management services. Most of the expenses related to these resources were paid by Mutual of Omaha and subject to allocation among Mutual of Omaha and its subsidiaries.

Regular operating expenses of the companies are paid through the Accounts Payable and Expense Accounting Department of Mutual of Omaha. In general, these expenses are processed

through an electronic allocation system maintained by the Budget and Expense Management Department. This system, through the use of cost centers, allocates operating expenses based on department ID's such as number of employees, square footage utilized, number of transactions processed, etc., to redistribute operating expenses to product lines within each of the companies receiving the services.

Statistical bases or theories used in allocation formulas are developed by the Finance Operation's staff and reviewed by the companies' external auditors during their annual audit of the expense allocations.

Revolving Lines of Credit

The Company entered into revolving credit lending agreement with Mutual of Omaha that allows the Company to borrow up to \$20,000,000. There is also a revolving credit borrowing agreement that allows the Company to lend up to \$20,000,000 to Mutual of Omaha. The interest rate for borrowing under these agreements in 2018 was from 1.5% to 2.43%. Each of these lending agreements renew annually for a one-year term.

Tax Allocation Agreement

A consolidated federal income tax return is filed for Mutual of Omaha and its eligible subsidiaries pursuant to a written agreement approved by the Board of Directors. Each company's provision for federal income tax expense is based on separate return calculations with credit for net operating losses and capital losses allowed only as each company would utilize such losses on a separate return basis with limited exceptions.

TERRITORY AND PLAN OF OPERATION

As evidenced by current or continuous Certificates of Authority, the Company is licensed to transact business in all states, with the exception of Connecticut and New York, and the District of Columbia.

Initially, the Company's operations were limited to underwriting of ordinary life insurance policies for juveniles, sold via direct response methods. The Company's sales activities next turned to individual senior-age life policies marketed on a direct basis. The Company continues to collect premiums and service these renewal blocks of direct policies.

Beginning in 2004, the Company began selling Medicare Supplement insurance. The Medicare Supplement business is sold through three distributions: Agency, Brokerage, and Direct to Consumer.

REINSURANCE

Under the terms of a reinsurance agreement, effective January 1, 1984, as amended September 6, 1990, the Company cedes to Mutual of Omaha, 100% of all individual and group health and accident business. This agreement contains appropriate insolvency and intermediary clauses, as well as a proper termination provision.

BODY OF REPORT

GROWTH

The following comparative data reflects the growth of the Company during the period covered by this examination:

	<u>2015</u>	<u>2016</u>	<u>2017</u>	<u>2018</u>
Bonds	\$110,313,807	\$114,291,396	\$111,032,745	\$101,753,001
Total admitted assets	123,737,737	119,805,752	122,764,222	128,505,594
Aggregate life reserves	53,132,471	51,078,482	51,298,840	51,403,173
Total liabilities	74,809,103	68,393,490	74,042,112	83,950,996
Unassigned funds (surplus)	15,871,641	18,355,268	15,665,116	11,497,604
Premium income	1,421,169	1,346,193	1,264,226	1,184,468
Net investment income	4,975,021	4,716,543	4,645,588	4,184,724
Net income	(549,089)	4,848,824	1,908,616	2,841,326

FINANCIAL STATEMENTS

The following financial statement are based on the statutory financial statements filed by the Company with the State of Nebraska Department of Insurance and present the financial

condition of the Company for the period ending December 31, 2018. The accompanying comments on financial statements reflect any examination adjustments to the amounts reported in the annual statements and should be considered an integral part of the financial statements. A reconciliation of the capital and surplus account for the period under review is also included.

FINANCIAL STATEMENT
December 31, 2018

Assets

	Assets	Assets Not Admitted	Net Admitted Assets
Bonds	\$101,753,001		\$101,753,001
Cash and cash equivalents	12,946,957		12,946,957
Contract loans	619,426		619,426
Securities lending reinvested collateral assets	<u>3,247,283</u>		<u>3,247,283</u>
Subtotals, cash and invested assets	\$118,566,667		\$118,566,667
Investment income due and accrued	731,139		731,139
Uncollected premiums	(42,639,924)		(42,639,924)
Deferred premiums	285,448		285,448
Amounts recoverable from reinsurers	27,812,489		27,812,489
Other amounts receivable under reinsurance contracts	14,973,482		14,973,482
Net deferred tax asset	4,763,464	\$ 590,317	4,173,147
Guaranty funds receivable or on deposit	4,270,222		4,270,222
Receivable from parent	50,128		50,128
Health care and other amounts receivable	26,661	26,661	
Disallowed interest maintenance reserve	58,400	58,400	
Other miscellaneous assets	<u>17,455,221</u>	<u>17,273,015</u>	<u>182,206</u>
Total assets, excluding Separate Accounts From Separate Accounts Statement *	<u>\$146,353,397</u> <u>100,591</u>	<u>\$17,948,394</u>	<u>\$128,405,004</u> <u>100,591</u>
Totals	<u>\$146,453,988</u>	<u>\$17,948,394</u>	<u>\$128,505,594</u>

* Separate Accounts Statement included in the Addendum to this report.

Liabilities, Surplus and Other Funds

Aggregate reserve for life policies and contracts	\$ 51,403,173
Liability for deposit-type contracts	274,725
Contract claims – life	145,967
Premiums received in advance	17,990
Commissions to agents due or accrued - accident and health	937,550
General expenses dues or accrued	496,379
Taxes, licenses and fees due or accrued	3,743,325
Current federal and foreign income taxes	143,611
Unearned investment income	8,692
Amounts withheld or retained by company	604
Amounts held for agents' account	1,408,177
Remittances and items not allocated	73,535
Asset valuation reserve	510,225
Payable to parent, subsidiaries, and affiliates	11,802,146
Drafts outstanding	8,812,967
Payable for securities lending	3,247,283
Miscellaneous liabilities	<u>824,055</u>
Total liabilities, excluding Separate Accounts business	\$ 83,850,405
From Separate Accounts Statement *	<u>100,591</u>
Total liabilities	<u>\$ 83,950,996</u>
Common capital stock	\$ 2,530,000
Gross paid in and contributed surplus	30,526,994
Unassigned funds (surplus)	<u>11,497,604</u>
Total capital and surplus	<u>\$ 44,554,598</u>
Totals	<u>\$128,505,594</u>

* Separate Accounts Statement included in the Addendum to this report.

SUMMARY OF OPERATIONS – 2018

Premiums and annuity considerations	\$ 1,184,468
Net investment income	4,184,724
Amortization of interest maintenance reserve	(5,089)
Commissions and expense allowances on reinsurance ceded	109,698,754
Investment, administration, and contract guarantees income from separate accounts	605
Other miscellaneous income	<u>9,296</u>
Totals	<u>\$115,072,758</u>
Death benefits	\$ 787,330
Annuity benefits	42,317
Surrender benefits and fund withdrawals	918,403
Interest and adjustments on contract or deposit-type contract funds	30,894
Increase in aggregate reserves for life and accident and health contracts	<u>104,333</u>
Totals	\$ 1,883,278
Commissions on premiums and annuity considerations	42,679,946
General insurance expenses	56,849,445
Insurance taxes, licenses and fees	10,598,830
Increase in loading on deferred and uncollected premiums	(5,472)
Net transfers to or (from) separate accounts net of reinsurance	1,949
Other deductions	<u>26,477</u>
Totals	<u>\$112,034,453</u>
Net gain from operations before federal income taxes	\$ 3,038,304
Federal income taxes incurred	196,980
Net realized capital gain	<u>2</u>
Net income	<u>\$ 2,841,326</u>

CAPITAL & SURPLUS ACCOUNT

	<u>2015</u>	<u>2016</u>	<u>2017</u>	<u>2018</u>
Capital and surplus, beginning	\$49,370,535	\$48,928,635	\$51,412,262	\$48,722,110
Net income (loss)	\$ (549,089)	\$ 4,848,824	\$ 1,908,616	\$ 2,841,326
Change in net deferred income tax	1,011,692	213,779	(436,649)	1,496,724
Change in non-admitted assets	(887,156)	(2,548,244)	(4,211,630)	(8,512,464)
Change in asset valuation reserve	<u>(17,347)</u>	<u>(30,732)</u>	<u>49,510</u>	<u>6,902</u>
Net change for the year	<u>\$ (441,900)</u>	<u>\$ 2,483,627</u>	<u>\$(2,690,153)</u>	<u>\$(4,167,512)</u>
Capital and surplus, ending	<u>\$48,928,635</u>	<u>\$51,412,262</u>	<u>\$48,722,110</u>	<u>\$44,554,598</u>

EXAMINATION CHANGES IN FINANCIAL STATEMENTS

Unassigned funds (surplus) in the amount of \$11,497,604, as reported in the Company's 2018 Annual Statement, has been accepted for examination purposes. Examination findings, in the aggregate, were considered to have no material effect on the Company's financial condition.

COMPLIANCE WITH PREVIOUS RECOMMENDATIONS

No recommendations were made as a result of the previous examination.

COMMENTARY ON CURRENT EXAMINATION FINDINGS

There are no comments or recommendations that have been made as a result of this examination.

SUMMARY OF COMMENTS AND RECOMMENDATIONS

There are no comments or recommendations that have been made as a result of this examination.

ACKNOWLEDGMENT

The courteous cooperation extended by the Officers and employees of the Company during this examination is hereby acknowledged.

In addition to the undersigned, Joel Tapsoba, CFE, Michael Sullivan, CFE, and Daniel Rousseau, Financial Examiners; Gary Evans, CFE, CISA, AES, Information Systems Specialist; and Rhonda Ahrens, FSA, and Derek Wallman, Actuarial Examiners; all with the Nebraska Department of Insurance; and Financial Examiners, Information System Specialists, and Actuarial Examiners with or contracted by the New York State Department of Financial Services; participated in this examination and the preparation of this report.

Respectfully submitted,



Eric Dercher, CFE
Examiner-in-Charge
Noble Consulting Services, Inc.
Representing the Department of Insurance
State of Nebraska



Andrea Johnson, CFE
Assistant Chief Examiner - Field
Department of Insurance
State of Nebraska

ADDENDUM

SEPARATE ACCOUNT BUSINESS

In conformity with statutory provisions required by Sections 44-402.01 to 44-402.04 of the Nebraska Insurance Code, the Company has established and manages a Separate Account.

The Separate Account assets and liabilities, reflected in the financial statements of the Company, represent a product referred to as a Group Flexible Premium Deferred Annuity with Deposit Privileges. Each annuitant, through a group contract, has their deposit placed into a certificate of deposit by the Company for the benefit of the individual annuitant.

The Company had ceased writing annuity contracts prior to the period covered by this examination. This action was invoked pursuant to an Internal Revenue Service ruling on September 24, 1980, which denied investment income deferral treatment to annuitants. The Company has received a letter from the Internal Revenue Service indicating that retroactive application of the September, 1980 ruling would not be applied; therefore, all annuity contracts written prior to September 24, 1980 were accorded tax deferred treatment to the annuitants.

The following statement shows the financial condition of the Separate Account business during the examination period:

COMPARATIVE FINANCIAL STATEMENT

SEPARATE ACCOUNT BUSINESS

	<u>2015</u>	<u>2016</u>	<u>2017</u>	<u>2018</u>
<u>Assets</u>				
Cash and cash equivalents	\$307,305	\$315,663	\$97,490	\$100,186
Investment income due and accrued	<u>192</u>	<u>592</u>	<u>342</u>	<u>404</u>
Total assets	<u>\$307,497</u>	<u>\$316,256</u>	<u>\$97,832</u>	<u>\$100,591</u>
<u>Liabilities and Surplus</u>				
Aggregate reserve for life and annuity contracts	<u>\$307,497</u>	<u>\$316,256</u>	<u>\$97,832</u>	<u>\$100,591</u>
Total liabilities	<u>\$307,497</u>	<u>\$316,256</u>	<u>\$97,832</u>	<u>\$100,591</u>
Surplus	<u>\$ 0</u>	<u>\$ 0</u>	<u>\$ 0</u>	<u>\$ 0</u>
Totals	<u>\$307,497</u>	<u>\$316,256</u>	<u>\$97,832</u>	<u>\$100,591</u>

State of Kansas,

County of Johnson,

Eric C. Dercher, CFE, being duly sworn, states as follows:

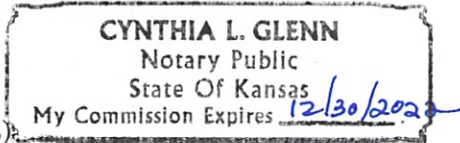
1. I have authority to represent the Department of Insurance State of Nebraska in the examinations of Mutual of Omaha Insurance Company, United of Omaha Life Insurance Company, Medicare Advantage Insurance Company of Omaha, Mutual of Omaha Medicare Advantage Company, Omaha Health Insurance Company, Omaha Insurance Company, Omaha Reinsurance Company, and United World Life Insurance Company.
2. The Department of Insurance 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 reports, and the examinations of Mutual of Omaha Insurance Company, United of Omaha Life Insurance Company, Medicare Advantage Insurance Company of Omaha, Mutual of Omaha Medicare Advantage Company, Omaha Health Insurance Company, Omaha Insurance Company, Omaha Reinsurance Company, and United World Life Insurance Company were performed in a manner consistent with the standards and procedures required by the Department of Insurance State of Nebraska.

The affiant says nothing further.

Eric C. Dercher

Examiner's Signature

Subscribed and sworn before me by Eric C. Dercher on this 10th day of April, 2020.



Cynthia L. Glenn

Notary Public

My commission expires 12/30/2022 [date].