

# State of Idaho

## Department of State

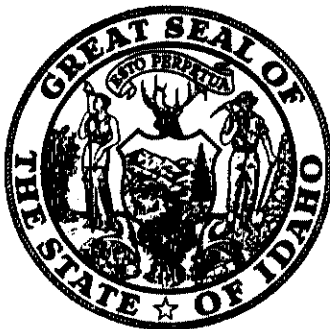
### CERTIFICATE OF INCORPORATION OF

MOUNTAIN STATE BANK

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: August 3, 1992



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Valerie Flint*

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ARTICLES OF INCORPORATION

DEPT. OF FINANCE  
STATE OF IDAHO

The undersigned, acting as incorporators of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

**FIRST:** The name of the corporation is Mountain State Bank.

**SECOND:** The period of its duration is perpetual.

**THIRD:** The purpose or purposes for which the corporation is organized are: The transaction of all lawful business, including:

A. To conduct a general banking business in the State of Idaho, and in so doing to receive money on deposit and allow interest thereon; to loan money, either with or without security, and to charge therefor a rate of interest allowed by law, and to accept as security therefor mortgages on real and personal property, pledges, collateral and personal securities of every kind and nature; to buy and sell bonds, both public and private, warrants, drafts, acceptances, exchange and other evidences of indebtedness, and to discount negotiable paper of all kinds, as well as other evidences of indebtedness; to lease, purchase, hold, sell and convey any and all real and personal property necessary to the transaction of its business, or which it shall acquire in satisfaction, or partial satisfaction, of debts previously contracted in the course of its business, or otherwise, as provided by law; to borrow money and to mortgage or pledge the assets of the corporation to secure the payment thereof, and to do any and all things necessary or incident to the proper conduct of a general banking business under the laws of the State of Idaho, and as limited by the provisions of the Federal Deposit Insurance Act, and the Rules and Regulations adopted pursuant thereto; to apply for and become licensed as, and to transact business pursuant to a license issued by the Idaho Department of Insurance or any successor agency of the State of Idaho, as an insurance agent, broker or consultant.

B. To conduct a safe deposit business, and in the conduct of said safe deposit business to store and hold for others personal property and securities with or without compensation, and to maintain vaults, and safes and receptacles therein for the storage, safe-depositing and safe keeping of personal property and securities, and to rent and hire such safes and receptacles to others upon such terms and conditions as the corporation may deem advisable.

C. All offices of the corporation must be approved by the Department of Finance of the State of Idaho and must also be approved and insured by the Federal Deposit Insurance Corporation.

**FOURTH:** The aggregate number of shares which the corporation shall have authority to issue is 500,000 shares of common stock having a par value of \$10.00 per share.

**FIFTH:** There are no provisions denying preemptive rights.

**SIXTH:** The personal liability of the directors shall be eliminated or limited in accordance with Sections 26-203 and 30-1-54, Idaho Code, provided that such provision shall not eliminate or limit the liability of a director under Section 26-213(5), Idaho Code.

**SEVENTH:** The address of the initial registered office of the corporation and the name of its initial registered agent at such address is Don Bellamy, P.O. Box 930, 603 Shoup Street, Salmon, Idaho 83467.

**EIGHTH:** The number of directors constituting the initial Board of Directors of the corporation shall not be less than five, and the names and addresses of the persons who shall serve the initial terms as Directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
G. Holton Quinn	Rt. 1, Box 49-QB Salmon, Idaho 83467
George Blodgett	512 Main Street Salmon, Idaho 83467
Don Bellamy	P.O. Box 930 Salmon, Idaho 83467
Jordan P. Smith	807 Main Street Salmon, Idaho 83467
M. Gary Anderson	P.O. Box 869 Salmon, Idaho 83467

**NINTH:** The name and addresses of the incorporators are:

<u>NAME</u>	<u>ADDRESS</u>
Don Bellamy	P.O. Box 930 Salmon, Idaho 83467
Jordan P. Smith	807 Main Street Salmon, Idaho 83467
G. Holton Quinn	Rt. 1, Box 49-QB Salmon, Idaho 83467

George Blodgett

512 Main Street  
Salmon, Idaho 83467

M. Gary Anderson

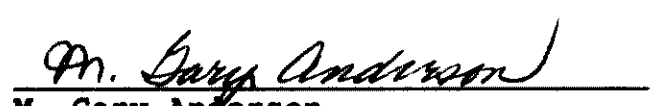
P.O. Box 869  
Salmon, Idaho 83467

DATED this 31st day of October, 1991.

  
Don Bellamy

  
Jordan P. Smith

  
G. Holton Quinn

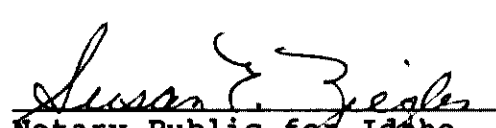
  
M. Gary Anderson

  
George Blodgett

STATE OF IDAHO       )  
                              )   SS  
County of Lemhi     )

On this 31st day of October, 1991, before me, the undersigned, a Notary Public in and for said State, personally appeared DON BELLAMY, JORDAN P. SMITH, G. HOLTON QUINN, M. GARY ANDERSON and GEORGE BLODGETT, known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year in this certificate first above written.

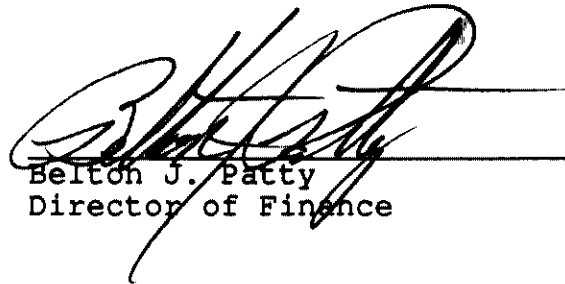
  
Notary Public for Idaho  
Residing at Salmon, Idaho  
Commission: 9-4-93

CERTIFICATE OF APPROVAL

Secretary of State  
State of Idaho  
Statehouse  
Boise, Idaho

This is to certify that I, the undersigned, Director of Finance, State of Idaho, do hereby approve for filing the attached Articles of Incorporation of Mountain State Bank, Salmon, Idaho, dated the 31st day of October, 1991.

DATED This 3rd day of August, 1992.



Belton J. Patty  
Director of Finance