



**Department of State.**

**CERTIFICATE OF AMENDMENT OF  
ARTICLES OF INCORPORATION**

I, J. D. (CY) PRICE, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the

**MERIDIAN BUILDING AND LOAN ASSOCIATION**

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the **thirtieth** day of **March**, **1948**,

original articles of amendment, as provided by Sections **29-145** and **29-146**, Idaho Code Annotated, increasing the capital stock from **\$100,000.00** to **\$250,000.00**, and extending the corporate existence to **March 10, 1998**, and adopting a new code of by-laws,

and that the said articles of amendment contain the statement of facts required by law, and are recorded on Film No. **13** of Record of Domestic Corporations of the State of Idaho.

I THEREFORE FURTHER CERTIFY, That the Articles of Incorporation have been amended accordingly.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed

the Great Seal of the State. Done at Boise City,  
the Capital of Idaho, this **thirtieth** day  
of **March**, in the year of our Lord  
one thousand nine hundred **forty-eight**,  
and of the Independence of the United States of  
America the One Hundred **Seventy-second**.

Secretary of State.

CERTIFICATE OF INCREASE OF CAPITAL STOCK AND  
EXTENDING CORPORATE EXISTENCE OF  
MERIDIAN BUILDING AND LOAN ASSOCIATION  
AN IDAHO CORPORATION,  
MERIDIAN, IDAHO.

A special meeting of the Stockholders of the Meridian Building and Loan Association, a corporation organized and existing under the laws of the State of Idaho, was held in the office of said Corporation, at No. 206 Idaho Avenue East, in Meridian, Ada County, State of Idaho, said place of meeting being at the principal place of business of said corporation, and at the Building where the Board of Directors usually meet, on the 10th day of March, 1948, at 8 o'clock in the evening, in accordance with the resolution and order of the Board of Directors of said Corporation, calling said meeting, and the notices thereof given, addressed and mailed as hereinafter set forth.

The Meeting was called to order by Orville Jackson, President, and O. M. Laing, Secretary, acted as Secretary of the Meeting.

The entire capital stock of said Corporation was, on said 10th day of March, 1948, One Hundred Thousand (\$ 100,000.00) Dollars, divided into One Thousand (1,000) shares of One Hundred (\$100.00) Dollars each, and the total number of subscribed shares of said Corporation was on said day, and now is, Nine Hundred Eighty-seven (987) shares. There were present, in person, or by proxy, at said meeting the shareholders owning and holding 671 shares of subscribed capital stock of said corporation. On motion duly made, seconded and carried, the Chairman caused the Secretary to read the resolution of the Board of Directors calling said meeting of stockholders, which said resolution is in words and figures following:

"BE IT RESOLVED, and ordered by the Board of Directors of the Meridian Building and Loan Association, a corporation, that a special meeting of the stockholders of Meridian Building and Loan Association, a corporation organized and existing under the laws of the State of Idaho, with its principal place of business at Meridian, Ada County, State of Idaho, be called for and held on the 10th day of March, 1948, at 8 o'clock P.M. of that day, at the Office of the Meridian Building and Loan Association, 206 Idaho Avenue East, in Meridian, Ada County, State of Idaho, said place of meeting being at the principal place of business of said corporation, and at the building where the Board of Directors usually meet, for the purpose of considering and acting upon the proposition to increase the capital stock of the said corporation from One Hundred Thousand (\$ 100,000.00) Dollars, divided into One Thousand Shares of the par value of One Hundred (\$100.00) Dollars each, to Two Hundred Fifty Thousand (\$250,000.00) Dollars, divided into two thousand five hundred shares of the par value of One Hundred (\$100.00) Dollars each, and that the total number of shares of stock of said corporation including those previously authorized, which the said corporation will be authorized to have, shall be Two Thousand Five Hundred shares of the par value of One Hundred (\$100.00) Dollars each.

Also at said meeting the stockholders of said corporation shall consider and act upon the proposition to extend the term of the corporate existence of the said Meridian Building and Loan Association, for the term of fifty years from and after the 10th day of March, 1948.

Also at said Meeting, the stockholders shall consider and act upon the matter of amending the by-laws of the said Meridian Building and Loan Association, including the adoption of a new code of by-laws, and the repeal of all former bylaws.

The Secretary of the said Meridian Building and Loan Association, is hereby directed to give notice of said special meeting to the stockholders, of said Meridian Building and Loan Association, by enclosing a copy of the notice of said special meeting in an envelope addressed to each of the shareholders in said corporation, at their several post office addresses as shown by the records of said corporation, and to deposit same in the Post Office at Meridian, Idaho, at least thirty-two (32) days before the day appointed for said meeting and that said notice shall be in the following form:

**NOTICE OF SPECIAL MEETING OF STOCK HOLDERS OF  
MERIDIAN BUILDING AND LOAN ASSOCIATION  
Meridian, Idaho**

Notice is hereby given that, in pursuance of a resolution and order of the Board of Directors of the Meridian Building and Loan Association, a corporation organized and existing under the laws of the State of Idaho, unanimously adopted at a regular Meeting of said Board, duly called and held on the 4th day of February, 1948, at 8 o'clock P.M. at the office of said Corporation, in the City of Meridian, County of Ada, State of Idaho, a Special Meeting of the Stockholders of said Corporation is hereby called for and will be held at the Office of said Corporation, at No. 206 Idaho Avenue East, in Meridian, Ada County, State of Idaho, said place of Meeting being at the principal place of business of said corporation, and at the building where the Board of Directors usually meet, on the 10th day of March, 1948, at 8 o'clock P.M., for the purpose of considering and acting upon the proposition to increase the Capital Stock of said Corporation from One Hundred Thousand Dollars, divided into One Thousand Shares of the par value of One Hundred (\$100.00) Dollars each, to two Hundred Fifty Thousand (\$250,000.00) Dollars, divided into Two Thousand Five Hundred Shares of the par value of One Hundred (\$100.00) Dollars each, that the total number of shares of stock of said Corporation including those previously authorized, which the said corporation will be authorized to have, shall be Two Thousand Five Hundred Shares of the par value of One Hundred (\$100.00) Dollars each.

Also that at said Meeting the Stockholders shall consider and act upon the proposition to extend the term of the corporate existence of the said Meridian Building and Loan Association for the term of Fifty years, from and after the 10th day of March, 1948.

Also at said Meeting, the Stockholders shall consider and act upon the matter of amending the by-laws of said Meridian Building and Loan Association, including the adoption of the new code of by-laws, and the repeal of all former by-laws.

By Order of the Board of Directors.  
Dated February 4th, 1948.

O.M. LAING  
Secretary of Meridian Building  
and Loan Association

AFFIDAVIT OF MAILING NOTICES OF  
SPECIAL MEETING

State of Idaho     )  
                      ) ss.  
County of Ada     )

O. M. Laing, Secretary of the Meridian Building and Loan Association, being duly sworn, deposes and says that he is and at all times hereinafter mentioned was a citizen of the United States and over the age of twenty-one years; that he is, and for more than a year continuously last past has been, Secretary of the Meridian Building and Loan Association, a corporation organized and existing under and by virtue of the laws of the State of Idaho; that on the 5th day of February, 1948, he addressed to each of the stockholders of said corporation, at their several post office addresses as shown by the records of said corporation, by registered mail with postage and registry charges prepaid thereon, all being deposited in the United States Post Office, at Meridian, Idaho on the 5th day of February, 1948; that the stockholders to whom said notices were addressed and mailed as aforesaid, were, on said 5th day of February, 1948, all of the stockholders of said corporation.

O. M. LAING

Subscribed and sworn to before me, this 10th day of March, 1948.

WM. B. DAVIDSON

Notary Public, in and for said  
Ada County, State of Idaho.

(SEAL)

Thereupon, upon motion duly made, seconded and carried, the following resolution was adopted:

RESOLVED, That the notice of this meeting has been given in accordance with the requirements of the laws of the State of Idaho and that more than two-thirds of all the capital stock of this corporation is at this meeting represented and the owners thereof present, in person or by proxy, and that this meeting is competent to proceed with the transaction of the business for which it has been called.

Thereupon, a motion was duly made, and seconded that the following resolution be adopted, to wit:

RESOLVED by the stockholders of the Meridian Building and Loan Association, representing more than two-thirds of all subscribed capital stock of said corporation, in meeting duly assembled and called by the Board of Directors of said corporation, that said corporation, the Meridian Building and Loan Association increase its capital stock from One Hundred Thousand (\$100,000.00) Dollars divided into One Thousand shares of the par value of One Hundred (\$100.00) Dollars each, to Two Hundred Fifty Thousand (\$250,000.00) Dollars divided into Two Thousand Five Hundred Shares of the par value of One Hundred (\$100.00) Dollars each, and that the total capital stock, including those formerly authorized shall be Two Hundred Fifty Thousand Dollars, divided into Two Thousand Five Hundred shares of the par value of One Hundred (\$100.00) Dollars each.

Upon call of the roll, the above resolution was adopted by the stock vote of 671 shares in favor of the adoption of the resolution, and no shares were voted against the adoption of said resolution. The resolution was declared to be unanimously adopted.

The following resolution was presented:

BE IT RESOLVED, that paragraph four of the Articles of Incorporation of the Meridian Building and Loan Association as filed in the office of the Secretary of State, State of Idaho, on the 13th day of March, 1911, be amended as follows:

That, the term of the corporate existence of the Meridian Building and Loan Association be extended for the term of fifty years from and after the 10th day of March, 1948. Stock vote being had 671 shares voted in favor of said resolution, and no shares voting against said resolution, and more than two-thirds of the shares of said Capital stock having voted for the adoption of said resolution, it was declared duly adopted.

Upon motion duly made and seconded the Officers and Directors of the Corporation are authorized and directed to certify and file as required by law, certificate of amendment to the Articles of Incorporation covering the amendment increasing the Capital Stock as above set forth, and extending the term of the Corporate existence as above set forth, with the proper Officers of the State of Idaho, as required by law.

Pursuant to Notice calling this special meeting of stockholders, the matters of adopting a new code of by-laws was considered, and it appearing to the stockholders, that it is for the best interest of the Association and its shareholders that a new code of by-laws be adopted, and new code of By-laws being presented and duly considered.

The following Resolution was presented:

BE IT RESOLVED, by the stockholders of the Meridian Building and Loan Association, a corporation, Meridian, Idaho, at a special meeting of the stockholders called and held, at which more than two-thirds of all the issued and allocated shares of stock of said corporation was present in person or by proxy, that the proposed code of by-laws consisting of twelve pages, exclusive of Certificate of adoption, be and the same are hereby adopted as the by-laws of the said corporation, and that all former by-laws be and the same are hereby repealed, and that said code of by-laws be certified and signed by the Directors of the Corporation, and by the Secretary under the Corporate Seal of the Association.

Upon motion duly seconded the said resolution was adopted by vote of the stockholders 671 shares being voted in the affirmative and no shares in the negative;

More than two-thirds of the issued and allocated shares of stock of the corporation being cast in the affirmative, said resolution was declared duly adopted.

There being no further business to come before the meeting of the stockholders, on motion duly seconded, the meeting adjourned.

ORVILLE JACKSON

President

O.M. LAING

Secretary

We, the undersigned, Orville Jackson, President and Chairman and O. M. Laing, Secretary, of the aforesaid special meeting of the stockholders of the Meridian Building and Loan Association, a corporation organized and existing under the laws of the State of Idaho, with its principal place of business at Meridian, Ada County, State of Idaho, do hereby certify, that the foregoing is a full, true and correct record of the proceedings had, and business done at said special meeting of the stockholders of said corporation; and, we do further certify, that the Board of Directors of said corporation on the 4th day of February, 1948, at a regular meeting of said Board, at which a majority of the said Board were present, unanimously passed and adopted a resolution calling a special meeting of stockholders of said corporation, a copy of which is set forth above, and that in pursuance of said resolution and order of said Board of Directors, notice of said special meeting of stockholders, which notice is hereinbefore set forth, was given by the Secretary of said corporation, by depositing a copy of said notice of the special meeting of stockholders hereinbefore set forth, in an envelope with postage prepaid thereon, by registered mail in the United States Post Office at Meridian, Idaho, on the 5th day of February, 1948, addressed to each of said stockholders of said corporation, at their several post office addresses, as shown by the records of said corporation, all of which is more fully shown by affidavit of mailing, hereinbefore set forth.

THAT, the said meeting of the stockholders was held at the time and place indicated in said notice; That, said place of meeting was at the principal place of business of said corporation, and in the room where the Board of Directors usually meet. That at the time of said meeting, the total authorized capital stock of said corporation was One Hundred Thousand (\$100,000.00) Dollars, divided into One Thousand (1,000) Shares of the par value of One Hundred (\$100.00) Dollars each, and the total number of subscribed shares of said corporation on said day was Nine Hundred Eighty-seven (987) shares; That at said meeting there were present in person or by proxy, shareholders owning and holding Six Hundred Seventy-one (671) shares of stock of said corporation. That the resolution set out in the foregoing statement as being passed and adopted at said stockholders meeting, increasing the capital stock of said corporation, was adopted by an affirmative vote representing more than two-thirds of the subscribed stock of said corporation, to-wit: six hundred seventy-one (671) shares, and that thereupon the capital stock of said corporation was increased from One Hundred Thousand (\$100,000.00) Dollars divided in One Thousand (1,000) shares of the par value of One Hundred (\$100.00) Dollars each, to Two Hundred Fifty Thousand (\$250,000.00) Dollars divided into Two Thousand Five Hundred (2,500) shares of the par value of One Hundred (\$100.00) Dollars each.

That, the resolution set out in the foregoing statement and being passed and adopted at said special stockholders meeting, extending the corporate existence of said corporation for fifty years from and after March 10, 1948, was adopted by an affirmative vote representing more than two-thirds of the subscribed capital stock, to-wit: six hundred seventy-one (671) shares, and no shares were cast against such extension of corporate existence, and thereupon the corporate existence of said corporation was declared extended for the period of fifty years from and after March 10, 1948.

IN WITNESS WHEREOF, we have hereunto set our hands this 29th day of March, 1948.


Orville Jackson  
Chairman of said meeting of stockholders  
and President of said Corporation.

O. M. Laing  
Secretary of said meeting of stockholders  
and Secretary of said Corporation

State of Idaho     }  
County of Ada     } ss.

On this 29<sup>th</sup> day of March, 1948, before me,  
Wm. B. Davidson, a notary public in and for the State of  
Idaho, personally appeared Orville Jackson, known to me to be  
the President of said corporation, and O. M. Laing, known to  
me to be the secretary of said corporation, and each duly and  
severally acknowledged to me that they executed the foregoing  
certificate as such Chairman and Secretary respectively.

In witness whereof, I have hereunto set my hand and  
affixed my official seal, the day and year first above  
written.

  
Notary Public in and for the  
State of Idaho, residence  
Boise, Idaho.