

# State of Idaho



## Department of State

### CERTIFICATE OF QUALIFICATION OF FOREIGN CORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that

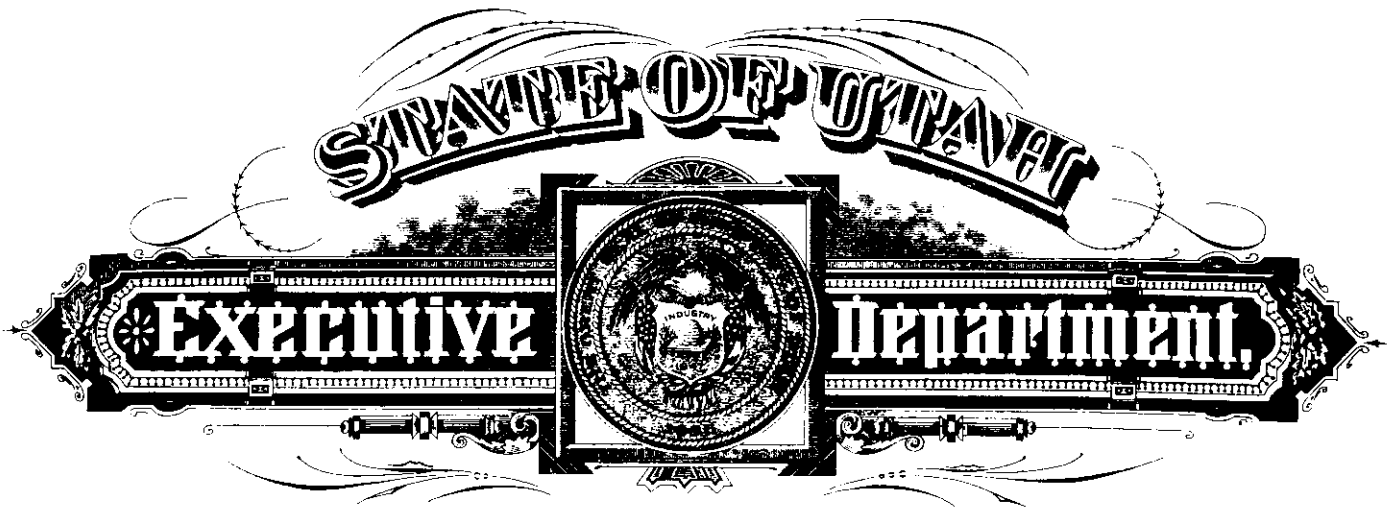
#### BEAR RIVER STATE BANK

a corporation duly organized and existing under the laws of **Utah** has fully complied with Section 10 Article II of the Constitution, and with Sections 30-501 and 30-502, Idaho Code, by filing in this office on the **24th** day of **May** **1961**, a properly authenticated copy of its articles of incorporation, and on the **24th** day of **May** **1961**, a designation of **Orson H. Mabey, Jr** in the County of **Oneida** as statutory agent for said corporation within the State of Idaho, upon whom process issued by authority of, or under any law of this State, may be served.

AND I FURTHER CERTIFY, That said corporation has complied with the laws of the State of Idaho, relating to corporations not created under the laws of the State, as contained in Chapter 5 of Title 30, Idaho Code, and is therefore duly and regularly qualified as a corporation in Idaho, having the same rights and privileges, and being subject to the same laws, as like domestic corporations.

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 **24th** day of **May**, A.D. 19 **61**.

Secretary of State.

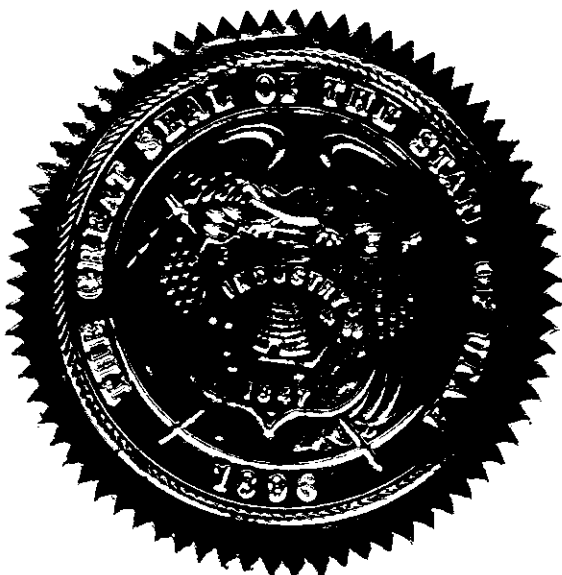


Secretary of State's Office

I, LAMONT F. TORONTO, SECRETARY OF STATE OF THE STATE OF UTAH,  
DO HEREBY CERTIFY THAT this is a full, true and correct copy of the  
Articles of Incorporation of the \_\_\_\_\_

\_\_\_\_\_ BEAR RIVER STATE BANK \_\_\_\_\_

AS APPEARS \_\_\_\_\_ of record \_\_\_\_\_ IN MY OFFICE.



IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND

AND AFFIXED THE GREAT SEAL OF THE STATE OF UTAH

AT SALT LAKE CITY, THIS \_\_\_\_\_ EIGHTEENTH \_\_\_\_\_ DAY OF

\_\_\_\_\_ MAY \_\_\_\_\_ 19 \_\_\_\_\_ 61 \_\_\_\_\_

Lamont F. Toronto  
SECRETARY OF STATE

BY Mendell L. Lottell  
DEPUTY

219  
Feb. 30. 00  
33046

DEAR RIVER STATE BANK

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, have this day voluntarily associated ourselves together for the purpose of forming a banking corporation under the laws of the State of Utah, and we hereby agree as follows:

ARTICLE I.

The name of this corporation shall be

"Dear River State Bank"

ARTICLE II.

The name of the incorporators and their places of residence are as follows:

<u>NAME</u>	<u>RESIDENCE</u>
Wayne I. Sandall	Tremonton, Utah
Eph C. Jensen	Tremonton, Utah
Charles J. Wood	Garland, Utah
Delores Stokes	Bohemia, Utah
Joseph C. Gibbs	Portage, Utah
Rendell N. Mahay	Hountiful, Utah
Dr. D. B. Green	Tremonton, Utah
C. R. Steffen	Tremonton, Utah
James Walton	Tremonton, Utah
Mirl R. Mason	Howell, Utah
Dr. Reese B. Mason	Tremonton, Utah
Ralph Tolman	Garland, Utah
Walter E. Cosgriff	Salt Lake City, Utah
A. F. Turley	Garland, Utah
Arthur Michael	Garland, Utah
W. R. Bishop	Garland, Utah
Joseph S. Carter	Tremonton, Utah
J. L. Carter	Garland, Utah

ARTICLE III.

The term of the duration of this corporation shall be

#### ARTICLE IV.

The pursuit and business agreed upon and the object of this corporation, in general terms, is and shall continue to be to enter into, own, carry on, conduct, and engage in a general banking business in the State of Utah, including both operations as a commercial bank and as a savings bank, and in such general powers and authority as may be conferred upon this corporation, shall have the power:

(a) To carry on all the business of a general bank or banking in all its branches, and to do all matters and things incidental thereto, at any place or places hereafter or at any place where the corporation may have an interest, or be usual in connection with the business of banking or dealing in money or securities for money; to invest in real estate and lend money on real estate; to discount and advance money on credit, and to discount and advance money on promissory notes, bills of exchange, notes, bills of credit, or other obligations, on the security of title deeds, mortgages, bonds, notes, and merchandise, bills of lading, and bills of exchange, warehousemen's certificates, bills of lading, or other mercantile indicia or tokens, and to carry on the business of discounting and dealing in exchange, specie and securities; to lend money on the security of existing or future produce or other things of value; to act as agents for the sale and purchase of any stocks, shares, or securities, or for any other monetary or mercantile transactions; to negotiate or pay, in advance coupons and interest on public loans or securities; to contract for public and private loans, and to negotiate and issue the same; to act as agents for any government and other authority and for public and private bodies and persons; to promote, underwrite, participate in, manage and carry out any issue, public or private, of State, municipal or other loans, or of shares, stock debentures, or debenture stock of any company, corporation or association and to lend money for the purposes of



any such issue.

(b) To receive deposits, both in commercial and savings accounts and to pay interest thereon as permitted by the laws of the State of Michigan from time to time determined by the Board of Directors.

(c) To construct, acquire, lease, own, hold, sell, convey, mortgage, and otherwise dispose of real estate, safe deposit vaults, and other immovable property, with or without guarantee; and to do any and all other things incidental to or necessary in the business of a safe deposit company.

(d) To operate branches in the State of Michigan as permitted by law and as may be determined by the Board of Directors.

(e) To acquire, hold, sell, convey, mortgage, and otherwise dispose of any real estate, safe deposit vaults, and other immovable property in the business of a safe deposit company, in the State of Michigan.

(f) To do everything necessary and proper to carry out the purposes for the accomplishment of which the corporation was organized, and to do any and all other things incidental thereto or necessary in the business of a safe deposit company.

(g) To do everything necessary and proper to carry out the purposes for the accomplishment of which the corporation was organized, and to do any and all other things incidental thereto or necessary in the business of a safe deposit company, in the State of Michigan.

(h) To do everything necessary and proper to carry out the purposes for the accomplishment of which the corporation was organized, and to do any and all other things incidental thereto or necessary in the business of a safe deposit company, in the State of Michigan.

(i) The foregoing clauses shall be construed as objects and powers, but no recitation, expression or declaration of specific powers or purposes herein enumerated shall be deemed to be exclusive; but it is hereby expressly declared that all other lawful purposes not inconsistent herewith are hereby included.

## ARTICLE V.

The place of the general business of this corporation shall be at the City of Tremonton, in the County of Box Elder and State of Utah. Branch places of business may be established at other places in the State of Utah as the directors may from time to time decide and the laws of the State of Utah permit.

## ARTICLE VI.

### Stock Subscriptions

Each share of stock each person

for is

	<u>SHARES</u>
Wayne D. [unclear]	500
eph C. [unclear]	75
Charles J. [unclear]	75
Delores Stokes	
Joseph C. [unclear]	
Rendell N. [unclear]	
Dr. D. B. [unclear]	
C. R. [unclear]	
James [unclear]	
Mirl R. [unclear]	
Dr. Reese [unclear]	23
Ralph [unclear]	
Walter [unclear]	600
A. F. [unclear]	
Arthur [unclear]	
W. R. Bishop	
Joseph S. Carr	
J. L. Carter	

The limit of the stock of this corporation is one hundred Thousand Dollars (\$100,000.00) divided into two thousand

(2000) shares of the par value of Fifty Dollars (\$50.00) per share and this corporation shall commence business with all of the total number of said shares so authorized subscribed for by the subscribers hereto set forth in Article VI. The purchase price of said stock is Sixty Seven and 50/100 Dollars (\$67.50) per share in order to pay in full One Hundred Thousand Dollars (\$100,000.00) capital, Twenty Five Thousand Dollars (\$25,000.00) surplus and Ten Thousand Dollars (\$10,000.00) Unpaid subscription of said stock. The stock shall be paid in instalments of not less than \$10.00 per share until the full amount of the subscription is paid. The stock of this corporation shall be fully paid. The stock of this corporation shall be fully paid.

The capital stock may be increased or decreased from time to time in accordance with the provisions for the corporation of the State of Utah. In the event of an increase in said capital stock by the sale of additional shares, each shareholder shall be entitled to subscribe for such additional shares in proportion to the number of shares of capital stock owned by him.

#### Stockholders of the Corporation

The first annual meeting of the stockholders for the election of directors and the transaction of such other business as may come before said meeting shall be held at the office of the corporation, at Tremonton, Utah, on the third day of May, 1958, at the hour of 2:30 o'clock P. M. and annually thereafter at the same time and place, but if the election shall be held on that day it may be held on the first day in accordance with the laws of the state of Utah.

#### Special Meetings

The Board of Directors of this corporation, or any five or more shareholders, owning in the aggregate of at least ten percentum of the stock of this corporation may call a special meeting of the shareholders at any time; provided, however, that unless otherwise provided by law, not less than ten (10) days



prior to the date fixed for any such special meeting, notice of the time, place and purpose of the meeting shall be given by first class mail, postage prepaid, to all the shareholders of record of this corporation at their respective addresses as shown upon the books of the corporation.

#### ARTICLE II

##### Section 1

The directors of this corporation shall be elected by the shareholders at a meeting called for that purpose, and the number of directors shall be determined by a majority vote of the shareholders at a meeting fixing the number of directors. The term of office of the directors shall be fixed, shall consist of a board of seven

members, a President, Cashier, Secretary, such number of Vice-Presidents as the board may determine, and such number of Directors as the board may determine, and the board may designate, elect or appoint such officers and have such authority as may be conferred upon them by the shareholders in similar associations.

The board of directors from time to time may hold any or all of the offices of President, Cashier and Secretary. Every Director must own at least one share of the stock of the corporation of not less than \$500.

The board of directors may fail or decline to act as such, and the shareholders may elect or appoint a new board of directors. The board of directors may fail or decline to act as such, and the shareholders may elect or appoint a new board of directors.

stockholders

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The office of all the officers of the corporation shall be at the principal office of the corporation.



as to first directors and officers, shall be one year unless otherwise sooner removed. Directors and Officers shall hold over until their successors are elected and qualified.

#### Removal of Directors

Directors of this corporation may be removed at any time in the manner provided in the laws of the State of Utah for the removal of such directors from the board of directors of the outstanding stock of the corporation. A majority of the outstanding stock of the corporation may be called for a meeting and a vote may be taken and a resolution passed provided.

#### Vacancies

In the event of the death, disability or resignation of more than one director, the directors shall fill the vacancies.

this corporation and until a new board of directors is qualified, the following persons shall constitute the board of directors of this corporation, to-wit: Wayne B. Jensen, Randall N. Mabey, Walter S. Cosgriff, and the stockholders of this corporation. Charles J. Jensen, President of the corporation, and N. Mabey shall be the officers of the corporation.

to constitute a board of directors of this corporation, authorized to exercise the powers of the corporation. The Board of Directors shall have the power to elect and appoint officers and agents of the corporation, fix the salaries, define the duties of the officers, and as the Board may determine, to remove or dismiss officers,



STATE OF UTAH )  
COUNTY OF BOX ELDER )

WAYNE I. SANDALL, CHARLES J. WOOD and RENDALL N. WAREY  
being each duly sworn does each for himself say: That he is one  
of the incorporators named herein, who subscribed the foregoing  
Articles of Incorporation of the Bear River State Bank; that it  
is the bona fide intention of this agreement and of deponent to  
commence and carry on the business set forth in said Articles;  
that all of said capital stock of said corporation has been  
fully subscribed for and also \$25,000.00 surplus and \$10,000.00  
undivided profits and that at least fifty (50%) percent of the  
capital stock and surplus of the corporation has been paid in  
cash; that the Affiants verily believe that each party to the  
said Articles of Incorporation has paid or is able to pay and  
will pay the amount of the capital stock subscribed for by him,  
and that at least ten percent of the capital stock subscribed  
by each stockholder has been paid.

Wayne I. Sandall

Rendall N. Warey

Subscribed and sworn to before me this 21 day of  
April, 1957.

G. E. Young

The foregoing Articles of Incorporation are hereby approved this  
30 day of April, 1957, by the Utah State  
Bank Commissioner.

Seth H. Young  
Seth H. Young  
Utah State Bank Commissioner

STATE OF UTAH  
County of Box Elder

Court of