

# State of Idaho



## Department of State.

### CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

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 the

#### **J. N. IRELAND AND COMPANY, BANKERS**

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the **Eleventh** day of **May**, 19 **62**, original articles of amendment, as provided by Section **30-146, 30-147, 30-148, and 30-160, Idaho Code, restating Articles of Incorporation, extending corporate existence to perpetual and increasing authorized capital to \$100,000.00 divided into 5,000 shares stock of the par value of \$20.00 per share,**

and that the said articles of amendment contain the statement of facts required by law, and are recorded on Film No. **119** 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 **11th** day of **May**, A. D., 19 **62**.

Secretary of State

CERTIFICATE OF AMENDMENT AND RESTATEMENT OF ARTICLES INCORPORATION  
of

J. N. IRELAND AND COMPANY, BANKERS

KNOW ALL MEN BY THESE PRESENTS: That we, Roland T. Evans and William G. Jenkins, the President and Secretary, respectively, of the J. N. IRELAND AND COMPANY, BANKERS, a corporation duly organized and existing under the laws of the State of Idaho, being first duly and severally sworn, say:

That at the annual meeting of the Stockholders of the J. N. IRELAND AND COMPANY, BANKERS, duly called and held on the 23rd day of January, 1962, at the office of said corporation at Malad City, Idaho, at which meeting persons owning 319 shares of the capital stock of said corporation were present, the following resolution was duly passed by the unanimous vote of all the stock of said corporation present at said meeting, said resolution being as follows:

- - - RESOLUTION - - -

Resolved that the Articles of Incorporation of the J. N. IRELAND AND COMPANY, BANKERS shall be amended so as to provide said corporation with Trust Powers under the provisions of Sec. 26-1701, et seq., Idaho Code; to increase the capital stock to \$100,000.00 divided into 5000 shares of the par value of \$20.00 each; and to provide said corporation with a perpetual existence; and further, that the Articles of Incorporation of said J. N. IRELAND AND COMPANY, BANKERS, a corporation, be restated so that they shall, as amended and so restated, read as follows, and any amendments not contained in said restatement or in conflict therewith are hereby repealed, to-wit:

ARTICLES OF INCORPORATION  
of  
J. N. IRELAND AND COMPANY, BANKERS

KNOW ALL MEN BY THESE PRESENTS that the undersigned have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and we hereby certify:

FIRST. That the name of said corporation is: J. N. IRELAND AND COMPANY, BANKERS.

SECOND. That the purpose for which it is formed are:

1. To carry on the business of banking; that is, to lend money, to negotiate bills of exchange, to discount notes, to receive deposits, to collect money, and to do all and every act incident to or pertaining to the general banking business except to emit money or other evidences of debt for circulation as money.

2. To do a Trust Business, with the following powers:

(a) To conduct a business of receiving money on deposit and allowing interest thereon, and of buying and selling exchange gold and silver coins of all kinds; of loaning money upon real estate and personal property and upon collateral and personal securities, at a rate of interest not exceeding that allowed by law, and to buy, sell and discount negotiable paper of all kinds, as well as all kinds of commercial paper.

(b) To act as fiscal or transfer agent of any State, Municipality, body politic, or corporation, and in such capacity to receive and disburse money; transfer, register and counter-sign certificates of stock, bonds or other evidences of indebtedness, and to act as agent of any corporation, foreign or domestic, for any lawful purpose.

(c) To receive deposits of trust moneys, securities and other personal property, from any person or corporation, and to loan money on real or personal securities.

(d) To lease, hold, purchase and convey real estate, for the uses and purposes and subject to the limitations and restrictions prescribed by Section 26-609, Idaho Code.

(e) To act as Trustee under any mortgage or bond issued by any municipality, body politic, or corporation, and accept and execute any other municipal or corporate trust not inconsistent with the laws of this State.

(f) To accept trusts from and execute trusts for married women in respect of their separate property, and to be their agents in the management of such property or to transact any business with relation thereto.

(g) To act under order or appointment of any Court of record as Guardian, Receiver or Trustee of the Estate of a minor, and as Depository of any moneys paid into Court, whether for the benefit of any such Minor or other persons, corporation or party.

(h) To take, accept and execute any and all such legal trusts, duties and powers in regard to the holding, management and disposition of any estate, real or personal, and the rents and profits thereof, or the sale thereof, as may be granted or confided to it by any Court of record or by any person, corporation, municipality or other authority.

(i) To take, accept and execute any and all such trusts and powers of whatever nature or description as may be conferred upon or entrusted or committed to it by any person or persons or any body politic, corporation or other authority, by grant, assignment, transfer, devise, bequest or otherwise, which may be

entrusted or committed or transferred to it, or vested in it by order of any Court of record, and to receive, take and hold any property or estate, real or personal, which may be the subject of any such trust.

(j) To purchase, invest in, and sell such bills of exchange, bonds, mortgages, and other securities, as are permitted in the case of commercial banks.

(k) To act as Executor under the last will or Administrator of the estate of any deceased person, or as Guardian of any infant, insane person, idiot, or habitual drunkard, or Trustee for any convict in the penitentiary, under the appointment of any Court of record having jurisdiction of the estate of such deceased person, infant, insane person, idiot, habitual drunkard or convict.

3. 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 maintain vaults and safes, and receptacles therein for the storing, safe depositing and safe keeping of personal property and hire such safes and receptacles to others upon such terms and conditions as the corporation may deem advisable.

THIRD. That the place where its principal business is to be transacted shall be the town of Malad, County of Oneida, State of Idaho.

FOURTH. That the term for which it is to exist shall be perpetual.

FIFTH. That the number of Directors of this Corporation shall be at least five and no more than seven, a majority of which shall constitute a quorum.

SIXTH. That the amount of the Capital Stock of this corporation shall be One Hundred Thousand Dollars (\$100,000.00), divided into Five Thousand (5000) shares of the par value of Twenty Dollars (\$20.00) each.



SEVENTH. That the amount of said Capital Stock which has been actually subscribed is Forty Thousand Dollars and the following are the names of the persons by whom the same have been subscribed, to-wit:

| <u>Name of Subscriber</u> | <u>No. of Shares</u> | <u>Amount</u> |
|---------------------------|----------------------|---------------|
| McKinley Jenkins          | 600                  | \$12,000.00   |
| William G. Jenkins        | 570                  | 11,400.00     |
| G. L. Jenkins             | 180                  | 3,600.00      |
| Roland T. Evans           | 100                  | 2,000.00      |
| D. L. Evans               | 45                   | 900.00        |
| John V. Evans             | 100                  | 2,000.00      |
| Margaret T. Evans         | 155                  | 3,100.00      |
| Don S. Evans              | 100                  | 2,000.00      |
| Mariemma Evans            | 100                  | 2,000.00      |
| Maxalyn DeLell Evans      | 50                   | 1,000.00      |

- - - - - o - - - - -

That the total number of shares of the subscribed capital stock of said corporation at said time was 400 shares; that the amount of capital stock represented on the adoption of said amendment and restatement was 319 shares; that the total amount of shares of stockholders voting in the affirmative on said resolution was 319 shares, and there were no shares voting against the passage of said resolution.

IN WITNESS WHEREOF we have hereunto set our hands this 30th day of January, 1962.


|  |           |
|--|-----------|
| <br>ROLAND T. EVANS    | President |
| <br>WILLIAM G. JENKINS | Secretary |

Subscribed and sworn to before me this 30th day of January, 1962

  
\_\_\_\_\_  
Notary Public  
Residing at Malad, Idaho

The within and foregoing Certificate of Amendment and Restatement of Articles of Incorporation of J. N. Ireland and Company, Bankers, a corporation organized and existing under the laws of the State of Idaho, with its office and principal place of business at Malad City, Oneida County, State of Idaho, and the action shown to have been taken by said Certificate of Amendment and Restatement of Articles of Incorporation are hereby approved.

IN WITNESS WHEREOF, I have hereunto set my hand at my office at Boise, Idaho, this 11th day of May, 1962.

  
J. L. McCarthy  
Commissioner of Finance  
State of Idaho