

FILED EFFECTIVE

**ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION (RESTATED)
OF THE
BANK OF IDAHO HOLDING CO.**

2005 DEC -1 PM 12:30
SECRETARY OF STATE
STATE OF IDAHO

The Articles of Incorporation (Restated) of the Bank of Idaho Holding Co. are amended as follows:

1. The name of the corporation is Bank of Idaho Holding Co.
2. The following Amendment was adopted by the shareholders of the Corporation, and amends Article IV of the Restated Articles of Incorporation by replacing Article IV thereof with the following:

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is 5,455 shares of common stock having no par value.

3. This Amendment shall be implemented through a reverse stock split of 550 to 1. The Corporation will not issue certificates to persons owning less than one share after the reverse stock split. The Corporation will pay those fractional shareholders the fair value of their shares immediately prior to the effective date of this Amendment.
4. The Amendment was adopted by the Shareholders on the 28th day of November, 2005, at a Special Meeting of Shareholders held at the Corporate offices in the lobby of the O.E. Bell Center, at 151 N. Ridge, Idaho Falls, Idaho.
5. All of the Corporation's shareholders were given notice of this special meeting as

1 - ARTICLES OF AMENDMENT

IDAHO SECRETARY OF STATE
12/01/2005 05:00
CK: 3850 CT: 129334 BH: 924675
1 @ 30.00 = 30.00 AMEND PROF # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

C119921

required by law and the Corporation's Bylaws.

6. The Amendment was previously adopted and approved by the Corporation's Board of Directors, which recommended it to the Corporation's Shareholders.
7. There are currently 1,309,589 shares of the Corporation's Common Stock, the only authorized class of the Corporation's Stock, issued and outstanding.
8. At the Special Meeting of Shareholders, the record owners of 312,598 shares were present, representing 23.87% of the issued and outstanding stock.
9. At the Special Meeting of Shareholders, the record owners of 760,037 shares were represented by proxy, representing 58.04% of the issued and outstanding stock.
10. At the Special Meeting of Shareholders, 1,072,635, or 81.91%, of the issued and outstanding shares were present and voting personally or by proxy.
11. The number of votes cast in favor of the Amendment to the Corporation's Articles of Incorporation was sufficient for approval.

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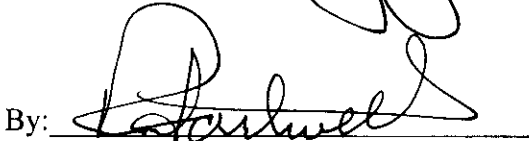
12. This Amendment was adopted in compliance with all state and federal laws, the Idaho Business Corporation Act, the Corporation's Articles of Incorporation and its Bylaws.

DATED 30th day of November, 2005.

BANK OF IDAHO HOLDING CO.

By: 
William F. Rigby, President

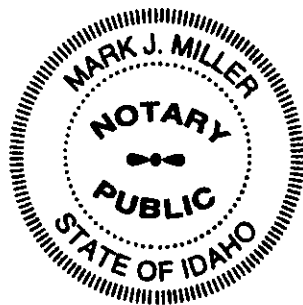
(CORPORATE SEAL)

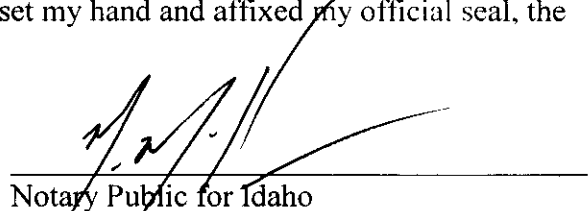
By: 
Ralph M. Hartwell, Secretary

STATE OF IDAHO)
)ss.
County of Bonneville)

On this 30th day of November, 2005, before me, a Notary Public in and for the State of Idaho, personally appeared William F. Rigby, President of the Bank of Idaho Holding Co. and Ralph M. Hartwell, Secretary of the Bank of Idaho Holding Co., the corporation that executed the instrument and the persons who executed the instrument on behalf of said corporation, and acknowledged to me that such corporation 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 written.




Notary Public for Idaho
Residing at Idaho Falls, Idaho
My Commission Expires: 21 July 09