

C 114974
Update
Directors

Corporation. In the event the Director finds an impairment or reduction of capital and surplus, he shall order the Corporation to make good the deficiency within thirty (30) days after the date of the order. The directors of the Corporation upon which an order shall have been made, shall levy an assessment upon the stock of the Corporation to repair the capital deficiency. The directors of the Corporation shall cause notice of the order and the amount of the assessment to be given to each stockholder of the Corporation. Notice shall be given by a written notice mailed to each stockholder at his or her last known address or served personally upon him or her. If any stockholder shall refuse or neglect to pay the assessment specified in the notice within ten (10) days from the date of mailing of service upon him or her of the notice, the directors of the Corporation shall have the right to sell the stock of such stockholder, at public auction pursuant to the terms and conditions enunciated in the Idaho Bank Act.

5. CAPITAL STRUCTURE:

The capital structure of the Corporation shall agree with and satisfy the requirements as specified in the Idaho Bank Act Section 26-205, as of the filing date of these Articles with the Idaho Secretary of State and as approved by the Director of the Department on Finance.

6. INITIAL REGISTERED OFFICE AND AGENT:

The location and the physical address of the initial registered office of the Corporation and its registered agent is as follows:

Registered Office:	6010 Fairview Avenue Boise, Idaho 83704
Registered Agent:	Cortland D. Rounds

7. DIRECTORS:

The number of directors of the Corporation shall be as specified from time to time in the By Laws, and such number may from time to time be increased or decreased in such manner as may be prescribed in the By Laws, provided the number of directors of the Corporation shall not be fewer than the number required by law. In case of any increase in the number of directors, the additional directors may be elected by the directors then in office, and the directors so elected shall hold office until the next annual meeting of the stockholders and until their successors are elected and qualified.

The initial number of directors shall be eight (8), who shall serve until the first annual meeting of shareholders or until such directors' successors are hereafter elected and qualified, and who shall be:

<u>Directors' Names</u>	<u>Address</u>
V. Dale Babbitt	380 Parkcenter Blvd., Suite 120, Boise, Idaho 83706
Jerry L. Caven	6874 Fairview Avenue Boise, Idaho 83704
B. Randy Harris	3051 Wise Way Boise, Idaho 83712

Burke P. Jones	9640 W. Pebble Brook Lane Boise, Idaho 83703
Harry M. Little	350 No. 9th Street, Suite 200 Boise, Idaho 83702
Thomas J. Morgan	5710 Pan Am Avenue Boise, Idaho 83707
Cortland D. Rounds	6874 Fairview Avenue Boise, Idaho 83704
Dennis L. Johnson	4888 Rivervista Place Boise, Idaho 83703

The election of directors by the shareholders of the Corporation shall be by cumulative voting, as provided in the By Laws.

8. INDEMNIFICATION

8.1. The Corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceedings, whether civil, criminal, administrative or investigative (other than an action by or in the right of the Corporation) by reason of the fact that he/she is or was a director or officer of the Corporation, or is or was serving at the request of the Corporation as a director or officer of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him/her in connection with such action, suit or proceedings if he/she acted in good faith and in a manner he/she reasonably believed to be in or not opposed to the best interests of the Corporation, and with respect to any criminal action or proceeding, had no reasonable cause to believe his/her conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he or she reasonably believed to be in or not opposed to the best interests of the Corporation, and with respect to any criminal action or proceeding, had reasonable cause to believe that his/her conduct was unlawful.

8.2. The Corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action or suit by or in the right of the Corporation to procure a judgment in its favor by reason of the fact that he/she is or was a director or officer of the Corporation, or is or was serving at the request of the Corporation as a director or officer of another corporation, partnership, joint venture, trust or other enterprise against expenses (including attorneys' fees) actually and reasonably incurred by him/her in connection with the defense or settlement of such action or suit if he/she acted in good faith and in a manner he/she reasonably believed to be in or not opposed to the best interests of the Corporation and except that no indemnification shall be made in respect of any claim, issue or matter as to which such person shall have been adjudged to be liable for negligence or misconduct in the performance of his/her duty to the Corporation unless and only to the extent that the court in which such action or suit was brought shall determine upon application that, despite the adjudication of liability but in view of all circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses which such court shall deem proper.