

# State of Idaho

Office of the Secretary of State

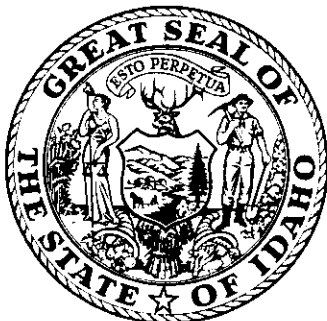
**CERTIFICATE OF AUTHORITY  
OF  
BANCNORTH INVESTMENT GROUP, INC.**

File Number C 156597

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: 27 September 2004



*Ben Yursa*  
SECRETARY OF STATE

By *Christina L.*



# APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

**FILED EFFECTIVE**

The undersigned Corporation applies for a Certificate of Authority and states as follows:

SEP 27 AM 11:27

SECRETARY OF STATE  
STATE OF IDAHO

1. The name of the corporation is:  
Bancnorth Investment Group, Inc.
2. The name which it shall use in Idaho is: Bancnorth Investment Group, Inc.
3. It is incorporated under the laws of: Minnesota
4. Its date of incorporation is: 11/23/1992
5. The address of its principal office is:  
400 First Street South, Suite 300, St. Cloud, MN 56301
6. The address to which correspondence should be addressed, if different from Item 5, is:  
\_\_\_\_\_
7. The street address of its registered office in Idaho is: c/o C T Corporation System, 300 North 6th Street, Boise, ID 83702  
and its registered agent in Idaho at that address is: C T Corporation System
8. The names and respective business addresses of its directors and officers are:

Name

Office

Address

SEE ATTACHMENTDated: May 19, 2005Signature: Typed Name: Paula Cludray-EngelkeCapacity: Secretary

Customer Acct # :

(If using pre-paid account)

Secretary of State use only

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form\app\cert\authority\_profit\pmis  
Revised 07/2002IDAHO SECRETARY OF STATE  
09/27/2004 05:00

CK: 92519 CT: 20160 BH: 760037

1 @ 100.00 = 100.00 AUTH PRO # 2  
1 @ 20.00 = 20.00 EXPEDITE C # 3

C156597

**Active Officers/Directors by Company****Bancnorth Investment Group, Inc.**

<u>Director</u>	<u>Title</u>	<u>Business Address</u>
Randall Lee Ciccati	Director	400 First Street South, Suite 300 St. Cloud, MN 56301
Kevin Paul Maas	Director	400 First Street South, Suite 300 St. Cloud, MN 56301
Clinton Williams	Director	400 First Street South, Suite 300 St. Cloud, MN 56301

<u>Officer</u>	<u>Title</u>	<u>Business Address</u>
Randall Lee Ciccati	President and Chief Executive Officer	400 First Street South, Suite 300 St. Cloud, MN 56301
Kevin Paul Maas	Vice President	400 First Street South, Suite 300 St. Cloud, MN 56301
Mark Shelton	Vice President and Chief Financial Officer	400 First Street South, Suite 300 St. Cloud, MN 56301
Paula Cludray-Engelke	Secretary	20 Washington Avenue South Minneapolis, MN 55401

State of Minnesota

**SECRETARY OF STATE**

Certificate of Good Standing

I, Mary Kiffmeyer, Secretary of State of Minnesota, do certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that the corporation is governed by the chapter of Minnesota Statutes listed below; and that this corporation is authorized to do business as a corporation at the time this certificate is issued.

Name: BANCNORTH INVESTMENT GROUP, INC.

Date Formed: 11/23/1992

Chapter Governed By: 302A

This certificate has been issued on 09/24/04.

*Mary Kiffmeyer*  
Secretary of State.

DIRK KEMPTHORNE  
GOVERNOR



P. 03/05  
GAVIN M. GEE  
DIRECTOR

STATE OF IDAHO  
DEPARTMENT OF FINANCE  
700 W. STATE STREET, 2ND FLOOR  
P.O. BOX 83720  
BOISE, IDAHO 83720-0031  
Website: [finance.state.id.us](http://finance.state.id.us)

August 16, 2004

Greg Olson  
PrimeVest Financial Services, Inc.  
400 First Street South, Suite 300  
St. Cloud, MN 56301-3600

Dear Mr. Olson:

Your correspondence requesting approval of the corporate name "Bancnorth Investment Group, Inc." for use in the state of Idaho was received by the Idaho Department of Finance via facsimile on August 6, 2004, and has been reviewed by Department staff. Your letter represents that Bancnorth Investment Group, Inc. is a Minnesota corporation that is a wholly owned subsidiary of PrimeVest Financial Services, Inc. Your letter also represents that the company is a licensed Idaho securities broker/dealer that will limit its activities in Idaho to providing securities brokerage services, and will not operate as a bank.

Section 26-1202 of the Idaho Bank Act prohibits any person, other than a national bank, not authorized to operate as a bank under the Act, to advertise or use as part of its company name the word "bank" or "banker" or any other word of similar import. The Bank Act does not authorize the Director of the Idaho Department of Finance to waive the requirement of the law. Rather, the Department is offering "no objection" to your company's use in Idaho of the name Bancnorth Investment Group, Inc. Under the circumstances set forth in your letter, we do not believe the name proposed by your company for use in Idaho is misleading to the public. While the Department does not intend to pursue an action under this statute, it is possible that another agency may do so. However, we believe the likelihood is slight.

Please feel free to contact the Idaho Department of Finance if you have any further questions.

Sincerely,



Gavin M. Gee, Director  
Idaho Department of Finance

Banks & Savings Banks (208) 332-8005  
Credit Unions (208) 332-8003  
Securities (208) 332-8004  
Money Transmitters (208) 332-8004

PHONE: (208) 332-8000  
FAX: (208) 332-8098  
Director's Fax: (208) 332-8097  
Securities Fax: (208) 332-8099

EQUAL OPPORTUNITY EMPLOYER

Supporting Services (208) 332-8001  
Mortgage Companies (208) 332-8002  
Finance Companies (208) 332-8002  
Collection Agencies (208) 332-8002

Received 09-27-2004 10:26am

From-

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