## FILED EFFECTIVE

# ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION

2016 NOV 15 AM 9: 04

SECRETARY OF STATE STATE OF IDAHO

OF.

#### THE BANK OF COMMERCE

Pursuant to the provisions of Section 30-1-1006 of the Idaho Business Corporation Act, the undersigned corporation has adopted the following Articles of Amendment to its Articles of Incorporation:

#### ARTICLE I.

#### <u>NAME</u>

The name of the corporation is: THE BANK OF COMMERCE.

#### ARTICLE II.

#### <u>AMENDMENT</u>

The following Amendment to the Articles of Incorporation was adopted by the Shareholders of the corporation, in the manner prescribed by the Idaho Business Corporation Act, and pursuant to:

RESOLUTION duly adopted by the Board of Directors setting forth the proposed Amendment to the Articles of Incorporation, and directing that it be submitted to a vote at the meeting of shareholders.

WRITTEN notice of the proposed Amendment given to each shareholder of record entitled to vote thereon.

NOTICE of the special meeting at which the Amendment was to be voted upon was given in the time and the manner provided for giving of a notice of special meeting of shareholders.

ARTICLE V of the Articles of Incorporation is amended to read as follows:

CAPITAL STOCK

IDAHO SECRETARY OF STATE 11/15/2016 05:00 CK:14293 CT:2034 BH:1555433

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The amount of the Capital Stock of the corporation is TWO MILLION DOLLARS (\$2,000,000) and the number of shares into which it is divided is 200,000 shares at the par value of TEN DOLLARS (\$10.00) each.

#### ARTICLE III

#### **DATE OF ADOPTION**

The Amendment was adopted by Shareholders at a special meeting of shareholders held at the Administrative Branch of the Bank of Commerce located at 3113 South 25<sup>th</sup> East, Idaho Falls, Idaho, held October 18, 2016.

#### ARTICLE IV

#### SHARES OUTSTANDING AND ENTITLED TO VOTE

The number of shares of the corporation outstanding at the time of such adoption was 100,000 shares and the number of shares entitled to vote thereon was 100,000 shares. All such shares were one class and all of such shares were common capital stock with voting rights.

#### ARTICLE V

#### **VOTE**

The number of shares voting for such Amendment was 80,520 shares, and the number shares voting against such Amendment was -0-.

#### ARTICLE VI

#### EFFECT ON CAPITAL STOCK

The manner in which said Amendment effects a change in the amount of stated capital and the amount of stated capital as changed by such Amendment are as follows:

The Amendment changes the amount of the stated capital from \$1,000,000.00 to \$2,000,000.00 with the number of shares changed from 100,000 shares of the par value of \$10.00 each to 200,000 shares of the par value of \$10.00 each.

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IN WITNESS WHEREOF, the undersigned corporation. THE BANK OF COMMERCE, by a duly authorized resolution of its Board of Directors and by its shareholders, caused these Articles of Amendment to be executed effective the 18<sup>th</sup> day of October, 2016.

THE BANK OF COMMERCE

By:

THOMAS J. ROMRÉLL. Preside

Æν:

WILLIAM REED, Secretary

STATE OF IDAHO

:SS

County of Bonneville )

We, THOMAS J. ROMRELL, President, and WILLIAM REED, Secretary, being first duly sworn, on oath, severely, do each declare:

That we are the persons who signed the foregoing document, as President and Secretary, respectively, of the BANK OF COMMERCE; that the statements herein contained are true.

THOMAS J. ROMRELL, President

WILLIAM REED, Secretary

SUBSCRIBED AND SWORN to before me this 18th day of October, 2016.

AUBLIC OF OF THE OF THE

Notary Public for Idaho Residing at Idaho Falls

My Commission Expires: 4.29.2017

### **CERTIFICATE OF APPROVAL**

Secretary of State State of Idaho

This is to certify that I, the undersigned, Director of Finance, State of Idaho, do hereby approve for filing the attached Articles of Amendment to the Articles of Incorporation of The Bank of Commerce dated October 18, 2016.

DATED this 200 day of October, 2016.

Gavin M. Gee

Director of Finance