

# State of Idaho



## Department of State.

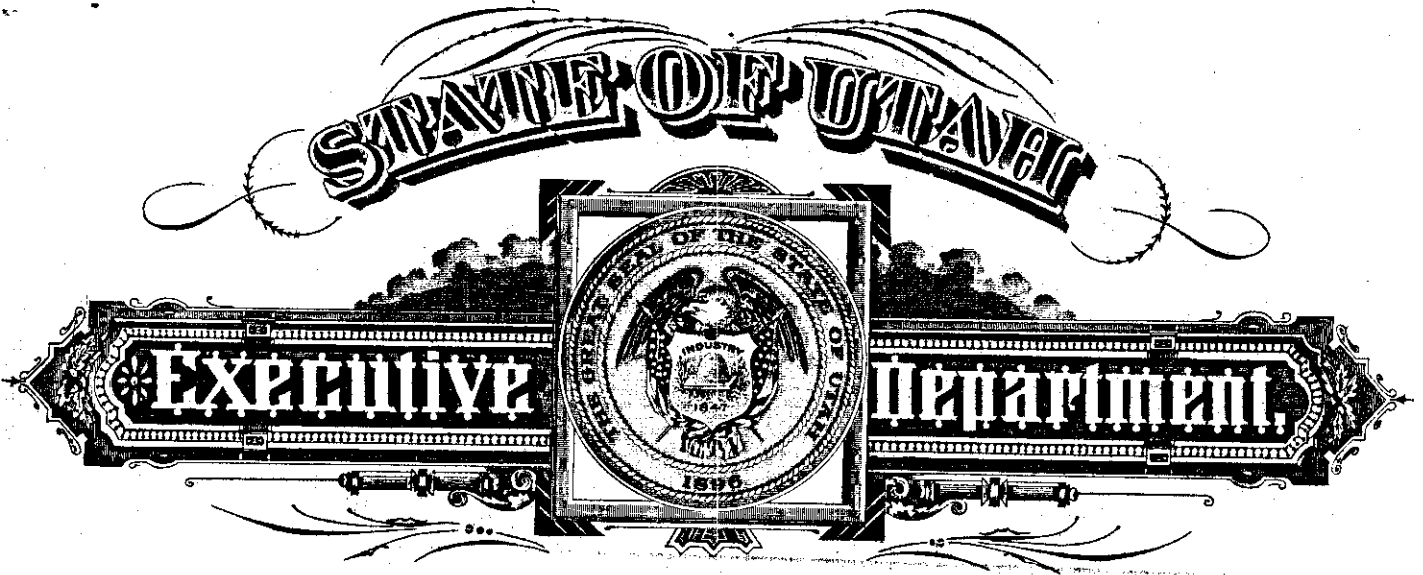
I, **IRA H. MASTERS**, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State and collector of the annual corporation tax, do hereby certify that

**FRANCIS BROTHERS' BANKING COMPANY** a corporation organized and existing under and by virtue of the laws of the State of **Utah**, with its principal place of business in Idaho located at **Proton**, Idaho, forfeited on the **10th** day of **November**, 19 **14**, its charter or authority to do business in the State of Idaho, because of failure to pay the annual license tax and penalty due the State of Idaho for the fiscal year ending June 30th, 19 **15**, as provided by Section 29-607, Idaho Code, Annotated.

AND I FURTHER CERTIFY, That the said corporation has subsequently and on the **10th** day of **March**, 19 **17**, paid the annual license tax and penalty assessed against **FRANCIS BROTHERS' BANKING COMPANY** it and the said **FRANCIS BROTHERS' BANKING COMPANY** is therefore reinstated on the records of this office, and all the corporate rights which it enjoyed under the Constitution and Laws of the State of Idaho prior to the date of said forfeiture, are hereby restored.

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 **10th** day of **March**, in the year of our Lord one thousand nine hundred **thirty-seven**, and of the Independence of the United States of America the One Hundred **sixty-first**

Secretary of State.

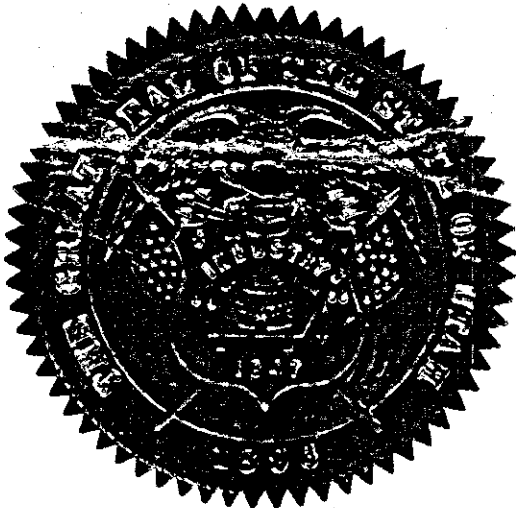


Secretary of State's Office

I. E. E. MONSON, SECRETARY OF STATE OF THE STATE OF UTAH,  
DO HEREBY CERTIFY THAT the attached is a full, true and correct  
copy of an amendment, filed in my Office August 25, 1936, changing  
name of Thatcher Brothers Banking Company to,

THATCHER BROTHERS COMPANY

AS APPEARS, of record IN MY OFFICE.



IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND  
AND AFFIXED THE GREAT SEAL OF THE STATE OF UTAH  
AT SALT LAKE CITY, THIS Eighth DAY OF  
February 19 37

E. E. Monson  
SECRETARY OF STATE

BY \_\_\_\_\_  
DEPUTY

CERTIFICATE OF AMENDMENT TO ARTICLE OF INCORPORATION OF  
THATCHER BROTHERS BANKING COMPANY

We, the undersigned, C. I. Canfield and F. V. Nichols, do hereby certify:

That we are the President and Cashier respectively of Thatcher Brothers Banking Company, a corporation of Logan, Utah; that on First day of August, 1936, a meeting of the stockholders of said corporation was duly held at the office and principal place of business of said corporation in Logan, Cache County, Utah;

That, at said meeting, all of the capital stock of said corporation, to-wit, one thousand (1,000) shares was represented by stockholders in person, or by written proxy;

That said meeting was called by the Board of Directors for the purpose of acting upon a proposal to amend the Articles of Incorporation in the manner hereinafter set out;

That, at said meeting, the following resolution was passed by the unanimous vote of all of the stock of said corporation;

"RESOLVED, That the Articles of Incorporation of Thatcher Brothers Banking Company, a Utah corporation, be amended by adding thereto a new article designated as Article 1-a which shall read as follows:

'Article 1-a: The term for which this corporation is to exist shall be one hundred years from the date of original incorporation, to-wit, December 29, 1888.'

and that Articles 1, 2, 5, 7, and 10 be amended so that they shall read as follows:

'Article 1: The name of this corporation shall be: Thatcher Brothers Company.'

'Article 2: That the purposes for which this corporation is organized are as follows:

(a) To purchase, subscribe for, or otherwise acquire, invest in, hold, sell, exchange, or otherwise deal in stocks, bonds, debentures, participations, securities, contracts, and personal property of every kind and description.

(b) To purchase or otherwise acquire; to own, hold, use and enjoy, to improve, lease, mortgage, sell and transfer, exchange or otherwise dispose of; and to invest in, trade and deal with, and deal in, real estate of every kind and description.

(c) To borrow money, either with or without security, and (a) to pledge, mortgage, or otherwise encumber the property owned, as security for the repayment thereof; (b) and to sell any or all of its assets either with or without recourse and without the consent of its stockholders; and to issue participations in any loan, stock, debenture, bond, security, contract or other writing, and to act as trustee in connection with the collection thereof for the benefit of the holder of such participations.

(d) To make loans, either secured or unsecured, in any amount, and to sell participations in such loans, either with or without recourse, and to hold collateral in connection therewith in trust for the holders of participations, and to hold the evidence of debt in connection with such loans, and to issue evidences of interest to any person, partnership, firms or corporation or association which may purchase an interest in such loan; and to enforce the collection thereof for the benefit of such holders of such participation.

(e) To guarantee the payment of bonds, notes, or other securities or evidences of indebtedness.

(f) To act as agent or factor for any person, firm, or corporation.

(g) To do all things necessary, essential, convenient, or proper for the accomplishment of any and all of the above-mentioned purposes, or incident to the powers herein named, or which shall at any time appear to be beneficial to this corporation, and to such end to have any and all powers conferred upon corporations organized under the general laws of the State of Utah.'

'Article 5: The corporate powers of this corporation shall be exercised by a Board of three directors.'

'Article 7: The directors shall hold at least one meeting at the Company's place of business in each year and may hold special meetings at any place within the State of Utah. Special meetings may be called by any two members of the Board of Directors or by the President or any Vice President.'

'Article 10. The directors within thirty days after their election shall meet and organize and appoint a President, one or more Vice Presidents, a Secretary, a Treasurer, and subject to the orders of the directors, one or more assistant Treasurers and assistant Secretaries may be appointed. The President and at least one Vice President shall be directors of this corporation. Any two of the offices of Vice President, Secretary, Assistant Secretary, Treasurer or Assistant Treasurer, may be combined in one person."

AND FURTHER RESOLVED, That the officers of this corporation be authorized and they are hereby empowered to do any and all things necessary or proper to effectuate the foregoing amendments."

That said proceedings were taken under the provisions of Chapter 8 of Title 18, Revised Statutes of Utah, 1933.

We further certify that at the time of the holding of said meeting, there were one thousand (1,000) shares of the capital stock of said corporation outstanding, and no more, and that all of said shares of stock were voted in favor of the said resolution.

In witness whereof we have hereunto set our hands as president and cashier of said Thatcher Brothers Banking Company, and have hereunto affixed the corporate seal of said corporation, this First day of August, 1936.

C. I. CANFIELD  
President

F. V. NICHOLS  
Cashier

THATCHER BROTHERS BANKING COMPANY

Filed August 4th 1936.  
N. J. Crookston, Clerk  
By Elizabeth Scrowther, Deputy Clerk.

(SEAL)

THATCHER & YOUNG  
LAWYERS  
OGDEN, UTAH

# Statement of Domestic Corporation

Required by Title 18 of the Revised Statutes of Utah, 1933

Cashier

We, the president (or ~~vice president~~) and secretary (or ~~treasurer~~) of

Thatcher Brothers Banking Company

a corporation being organized under the laws of the State of Utah, do hereby certify and declare:

1. That the principal office and place of business in Utah will be at  
Logan, Cache County, Utah
2. That the general nature of the business of said corporation to be transacted in the State of Utah is General Investment Business

3. That the names and addresses of the principal officers of said corporation are as follows:

Name		Address
C. I. Canfield	President	Ogden, Utah
H. J. Hatch	Vice-President	Logan, Utah
F. V. Nichols	Cashier	Ogden, Utah
	Secretary	
	Treasurer	
	General Manager	

4. The amount of the authorized capital stock of said corporation is

One Hundred Thousand (100,000.00) Dollars.

Common \$ One Hundred Thousand (100,000)

Preferred \$ None

5. The amount of capital stock subscribed is

Common \$ One hundred thousand (100,000)

Preferred \$ none

6. The amount of capital stock actually paid in, in cash or property is

One Hundred Thousand (100,000) Dollars.

7. The proportion and amount of the capital stock of said corporation represented by its property located in Utah or to be acquired therein and by its business to be transacted therein is

One Hundred Thousand (100,000) Dollars.

STATE OF UTAH     )  
                          (SS  
COUNTY OF CACHE )

I, the undersigned County Clerk in and for the County of Cache, State of Utah, do hereby certify that the foregoing is a full, true and correct copy of the Certificate of Amendment to Articles of Incorporation of THATCHER BROTHERS BANKING COMPANY and I further certify that the said corporation has duly filed in my office the amendments, as required by Chapter 1 of Title 14, Compiled Laws of Utah, 1907, and I further certify that the Original Articles of Incorporation of said Company have been heretofore filed in my office.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal this 4th day of August, A.D. 1936.

N. J. CROOKSTON  
CLERK

By Elizabeth Scrowther  
Deputy Clerk

(SEAL)

Filed and Certificate issued this 25th day of August, 1936.

M. H. WELLING  
SECRETARY OF STATE