

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF

U. S. BANCORP
File number C 114156

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of U. S. BANCORP for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to U. S. BANCORP to transact business in this State under the name U. S. BANCORP and attach hereto a duplicate original of the Application for such Certificate.

Dated: March 15, 1996



Pete T. Cenarrusa
SECRETARY OF STATE

By *Cara Sibel*

APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

SECRETARY OF STATE
 0 52 117 '96
 STATE OF IDAHO

To the Secretary of State of Idaho

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

1. The name of the corporation is U. S. Bancorp
2. The name which it shall use in Idaho is U. S. Bancorp
3. It is incorporated under the laws of the State of Oregon
4. Its date of incorporation is 09/09/68 and its duration, if other than perpetual, is _____
5. The address of its principal office in the state or country under the laws of which it is incorporated is
111 S.W. Fifth Avenue, Portland, Oregon 97204
6. The address to which correspondence should be addressed, if different than item 5, is Same
7. The street address of its registered office in Idaho is 300 North Sixth Street, Boise,
Idaho 83701, and its registered agent in Idaho at that address is CT Corporation System
8. The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are:
Bank Holding Company
9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>See attached</u>	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

10. The corporation accepts and shall comply with the Constitution and the laws of the State of Idaho.

Dated: March 12, 1996

U. S. Bancorp
 (Corporation name)

By
 Its President, Vice President, Secretary or Assistant Secretary
 (please specify)

IDAHO SECRETARY OF STATE
 Secretary of State use DATE 03/15/1996 0900 45760
 2
 CK #: 33783 CUST# 65968
 AUTH PRO
 1@ 100.00= 100.00
 CORP SLR 1@ 20.00= 20.00
 EXPEDITE C 1@ 20.00= 20.00
 #: C

Steven P. Erwin Chief Financial Officer & Executive Vice President
Primary : 555 S.W. Oak Street, 7th Floor
Address : Portland, Oregon 97204

John D. Eskildsen Executive Vice President
Primary : 111 S.W. Fifth Avenue, 31st Floor
Address : Portland, Oregon 97204

John B. Fery Director
Primary : P. O. Box 15407
Address : 2700 Airport Way
Boise, Idaho 83715

Joshua Green, III Director
Primary : 1425 Fourth Avenue, Suite 420
Address : Seattle, Washington 98101

Jeffrey T. Grubb Executive Vice President
Primary : 111 S. W. Fifth Avenue
Address : Portland, Oregon 97204

Arland D. Hatfield Chief Credit Officer & Executive Vice President
Primary : 111 S.W. Fifth Avenue, Suite 3100
Address : Portland, Oregon 97204

Robert J. Lane Executive Vice President
Primary : 101 South Capitol Boulevard, 19th Floor
Address : Boise, Idaho 83702

Daniel R. Nelson President, Chief Operating Officer & Director
Primary : 111 S.W. Fifth Avenue
Address : Portland, Oregon 97204

Allen T. Noble Director
Primary : 575 West Bannock
Address : Boise, Idaho 83702

Paul F. Oldshue Executive Vice President
Primary : 111 S. W. Fifth Avenue, 14th Floor
Address : Portland, Oregon 97204

Christian R. Rasmussen Executive Vice President
Primary : 111 S.W. Fifth Avenue
Address : Portland, Oregon 97204

Paul A. Redmond Director
Primary : East 1411 Mission Avenue
Address : Spokane, Washington 99202

Judith L. Rice Executive Vice President
Primary : 555 S.W. Oak Street
Address : Portland, Oregon 97204

CERTIFICATE

State of Oregon

OFFICE OF THE SECRETARY OF STATE
Corporation Division

MAR 13 6 52 AM '96
SECRETARY OF STATE
STATE OF OREGON

I, PHIL KEISLING, Secretary of State of Oregon, and Custodian of the Seal of said State, do hereby certify:

U. S. BANCORP

was
incorporated
under the Oregon
Business Corporation Act

on
September 9, 1968

and is active on the records of the Corporation
Division as of the date of this certificate.

In Testimony Whereof, I have hereunto set
my hand and affixed hereto the Seal of the
State of Oregon.

PHIL KEISLING, Secretary of State



By Jana S. Breneman
Jana S. Breneman
January 10, 1996