

Department of State.

CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the original of the articles of incorporation of

TRI-STATE BANK AND TRUST

was filed in the office of the Secretary of State on the **eighteenth** day of **July** A.D., One Thousand Nine Hundred **seventy-three** and **will be** /duly recorded on ~~Film~~ ~~No.~~ ~~microfilm~~ Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for **Perpetual Existence** from the date hereof, with its registered office in this State located at **Montpelier, Idaho** in the County of **Bear Lake**

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 **18th** day of **July**, A.D., 19 **73**.

Pete T. Cenarrusa
Secretary of State.

Corporation Clerk.

ARTICLES OF INCORPORATION

of

TRI-STATE BANK AND TRUST

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all citizens of the United States of legal age, have this day voluntarily associated ourselves together for the purpose of forming a banking corporation under the laws of the State of Idaho, and

WE CERTIFY:

FIRST

That the name of this corporation is TRI-STATE BANK AND TRUST.

SECOND

The purposes for which this corporation is formed are:

(a) To conduct a general banking business in the State of Idaho, and in so doing to receive money on deposit and allow interest thereon; to loan money, either with or without security, and to charge therefore a rate of interest allowed by law, and to accept as security therefore mortgages, notes and trust deeds on real property, security agreements on personal property, pledges, collateral and personal securities of every kind and nature; to buy and sell bonds, both public and private, warrants, drafts, acceptances, exchange and other evidences of indebtedness, and to discount negotiable paper of all kinds, as well as other evidences of indebtedness; to lease, purchase, hold, sell and convey any and all real and personal property necessary to the transaction of its business, or which it shall acquire in satisfaction, or partial satisfaction, of debts previously contracted in the course of its business, or otherwise, as provided by law; to borrow money and to mortgage or pledge the assets of the corporation to secure the payment thereof, and to do any and all things necessary or incident to the proper conduct of a general banking business, including business of a savings bank, under the laws of the State of Idaho, as they do now or may hereafter exist.

(b) To do, conduct and transact generally the business of a trust company and do all things, exercise all powers and perform all functions which a trust company is authorized or empowered to do, exercise or perform under and by virtue of the laws of the State of Idaho, or which it may be, by law, hereafter authorized to do, exercise or perform; to take, receive and hold

in trust, property both real and personal, for individuals, firms, companies, associations or corporations, and to accept and execute trusts of every description which may be committed to it by any person, executor, administrator, administrator with the will annexed, guardian, trustee, assignee, receiver, or by any corporation, or by any State, or by the United States, or by the courts of this or any other State or of the United States; to accept the employment of an act as executor of any last will and testament and as administrator, or administrator with the will annexed of the estates of deceased persons, and as assignee, receiver, trustee and depository in all such matters, and in a legal manner to attend to the management and settlement of estates, guardianships, conservatorships, assigneeships and receiverships, and to act as trustee, agent or attorney for individuals, firms, companies, associations or corporations, and to attend to any and all manner of trusts; to act as agent for the purpose of registering or countersigning the certificates of stock, bonds or other indebtedness of any corporation, company, association, municipality, state, or public authority, on such terms as may be agreed upon; to act as transfer agent and registrar of certificates, stock or bonds; to purchase, hold, sell and take such property, real and personal, as may be mortgaged, pledged and hypothecated or conveyed to it in trust, or for its benefit for money loaned in pursuance of its regular business, and as may be purchased by it as sales under mortgages, pledges, hypothecations or deeds of trust made for its benefit for money so loaned or as may be conveyed to it by borrowers of money in satisfaction or in discharge of loans made thereon; to purchase, hold, own and sell such personal property as may be legally done under the Constitution and laws of the State of Idaho; and to such manner as is consistent with the laws of the State of Idaho.

(c) To conduct a safe deposit business, and in the conduct of said safe deposit business to store and hold for others personal property and securities with or without compensation, and to maintain vaults, and safes and receptacles therein for the storage, safe-depositing and safe-keeping of personal property and securities, and to rent and hire such safes and receptacles to others upon such terms and conditions as the corporation may deem advisable.

(d) To continue the same business and corporate entity of Tri State National Bank of Montpelier, an Association organized under the laws of the United States, which national bank shall be converted into a resulting state bank pursuant to these articles of incorporation.

THIRD

That the existence of this corporation is to be perpetual after its incorporation, unless sooner dissolved or disincorporated pursuant to law.

FOURTH

That the place where its principal business is to be transacted and the registered office of the corporation in this State shall be in Montpelier, Bear Lake County, State of Idaho.

FIFTH

That the total authorized capital of this corporation shall be \$125,000.00, divided into 10,000 shares with a par value of \$12.50 per share. All stock shall be common stock and when fully paid shall be non-assessable and not subject to call. Each share of stock shall be entitled to one vote.

SIXTH

That the amount of the capital stock which has been actually subscribed and paid for is the sum of eight shares, and following are the names of the persons, their addresses and the number of shares by whom the same have been subscribed, to-wit:

<u>Name of Subscriber</u>	<u>Address</u>	<u>No. of Shares</u>	<u>Amount</u>
H. W. Allinger	529 Washington Street Montpelier, Idaho	One	\$12.50
Willis G. Candland	312 Circle Drive Montpelier, Idaho	One	\$12.50
Eugene P. Shepherd	705 Washington Street Montpelier, Idaho	One	\$12.50
K. V. Hansen	820 North Main Street Brigham City, Utah	One	\$12.50
A. Clair Barrett	505 Jefferson Street Montpelier, Idaho	One	\$12.50
Elmer C. Jenson	702 Jackson Street Montpelier, Idaho	One	\$12.50
Eugene B. Stucki	Paris, Idaho	One	\$12.50
B. A. McDevitt	661 Jensen Pocatello, Idaho	One	\$12.50

Upon completion of the conversion of the national bank, Tri State National Bank of Montpelier, to this resulting State bank, Tri-State Bank and Trust, each shareholder of the national bank shall surrender his shares in the national bank and shall receive one (1) share in the resulting state bank for each one (1) share in the converting national bank.

SEVENTH

That the management of this corporation shall be vested in a board of not less than five (5) nor more than fifteen (15) directors as may be fixed by the by-laws. The directors

shall be elected at the annual meeting of the stockholders, to be held at the general office of the corporation in said Montpelier, Idaho, at a time in each year, to be designated by the by-laws, and until such election the directors of said corporation shall be:

H. W. Allinger	President
Willis G. Candland	Executive Vice President and Cashier
Eugene P. Shepherd	Vice President
K. V. Hansen	Vice President
A. Clair Barrett	Secretary
Elmer C. Jenson	Director
Eugene B. Stucki	Director
B. A. McDevitt	Director

EIGHTH

The board of directors are expressly granted the power, without the necessity of shareholder approval, as provided in Idaho Code Sec. 26-701A, to authorize issuance of non-convertible capital debentures and notes, in such amounts and under such terms and conditions as shall be approved by the Idaho Commissioner of Finance.

NINTH

The by-laws of this corporation may be adopted by the shareholders in the manner provided for by the laws of the State of Idaho.

IN WITNESS WHEREOF, We have hereunto set our hands and seals this 14 day of June, 1973.


H. W. Allinger


Willis G. Candland


Eugene P. Shepherd


K. V. Hansen


A. Clair Barrett


Elmer C. Jenson



Eugene B. Stucki


B. A. McDevitt

STATE OF IDAHO,)
SS
County of Bear Lake,)

On this 14 day of June, 1973, before me, the undersigned, a Notary Public in and for said State, personally appeared H. W. ALLINGER, WILLIS G. CANDLAND, EUGENE P. SHEPHERD, K. V. HANSEN, A. CLAIR BARRETT, ELMER C. JENSON, EUGENE B. STUCKI, and B. A. McDEVITT, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal the day and year in this certificate first above written.


Notary Public for Idaho
Residing at: Montpelier
My Commission Expires: 8/23/73

CERTIFICATE OF APPROVAL

Secretary of State
State of IDAHO
Statehouse
Boise, Idaho

This is to certify that I, the undersigned, Commissioner of Finance, State of Idaho, do hereby approve for filing the attached Articles of Incorporation of Tri-State Bank and Trust, Montpelier, Idaho, dated June 14, 1973.

DATED This 18 day of July, 1973.


Commissioner of Finance