

53497

# State of Idaho

## Department of State

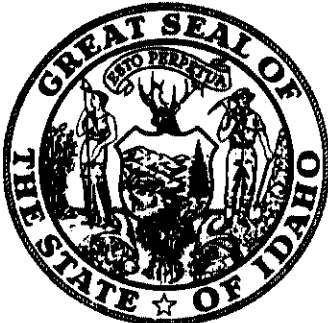
### CERTIFICATE OF AMENDMENT OF

### AMERICAN BANK OF COMMERCE

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Amendment to the Articles of Incorporation of AMERICAN BANK OF COMMERCE 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 Amendment to the Articles of Incorporation and attach hereto a duplicate original of the Articles of Amendment.

March 15, 1994



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By

*[Signature]*

**ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION  
OF AMERICAN BANK OF COMMERCE**

RECEIVED  
SEC. OF STATE  
94 MAR 15 AM 10 00  
We, William T. Speer, Jr. and Jill Jemmett, do hereby certify that we are, and  
at all time hereinafter mentioned were, the duly elected and acting President and  
Secretary, respectively, of American Bank of Commerce, a corporation organized and  
existing under the laws of the State of Idaho with its principal offices at Boise, Idaho.

We further certify that on the 24th day of February, 1994, at 4:30 p.m., a  
special meeting of shareholders of said corporation was held at the Hillcrest Country  
Club, 4610 Hillcrest Dr., Boise, Idaho, pursuant to waiver of notice according to the  
laws of Idaho; that at such special meeting of the shareholders of said corporation,  
the following amendment to Article VI of the Articles of Incorporation of American  
Bank of Commerce was adopted by more than two-thirds of all issued and  
outstanding shares of said corporation:

RECEIVED  
SEC. OF STATE  
94 MAR 4 AM 10 00  
Be it resolved that Section 3 of Article VI of the Articles of Incorporation  
of American Bank of Commerce be, and the same hereby are, amended  
to read as follows:

"3. No person shall be eligible to serve as a director of this  
corporation unless such person shall be owner in his or her own right of  
unhypothecated stock of this corporation in the amount of at least  
\$500.00 par value; provided, however, that so long as a majority of the  
shares of this corporation are owned by American Ban Corporation (or  
other bank holding company), the directors of this corporation may  
satisfy their requirement by owning in his or her own right at least  
\$500.00 of the unhypothecated common stock of American Ban  
Corporation (or such other bank holding company), either par or book  
value."

IN WITNESS WHEREOF, the said officers of American Bank of Commerce  
have caused these Articles of Amendment to be executed and verified under oath, and  
have affixed the corporate seal of said corporation hereunto, the 24<sup>th</sup>, day of

February, 1994.

  
President

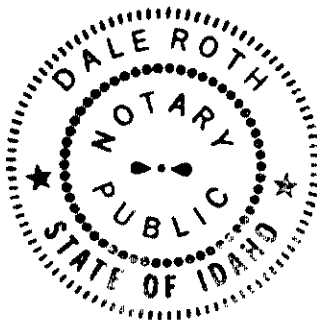
Attest:


  
Secretary

STATE OF IDAHO       )  
                              ) ss.  
County of Ada        )

On this 14th day of February, 1994, before me, the undersigned, a Notary Public in and for said State, personally appeared WILLIAM T. SPEER and JILL JEMMETT, known or identified to me to be the President and Secretary, respectively of American Bank of Commerce, the corporation that executed the instrument or the person who executed the instrument on behalf of said corporation, and who, being first duly sworn acknowledged to me, on oath, that such corporation executed the same.

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



  
NOTARY PUBLIC for Idaho  
Residing at Boise, Idaho  
My commission expires: 3/29/95

Approved as to Form and Contents:

DEPARTMENT OF FINANCE  
STATE OF IDAHO

By: 

Title: Director

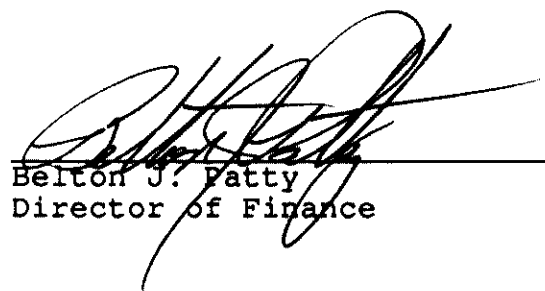
Date: 3/11/94

CERTIFICATE OF APPROVAL

Secretary of State  
State of Idaho  
Statehouse  
Boise, 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 American Bank of Commerce, Boise, dated the 24th day of February, 1994.

DATED This 3rd day of March, 1994.



Belton J. Patty  
Director of Finance