

C E R T I F I C A T E O F A M E N D M E N T

ARTICLES O F INCORPORATION

J. H. IRELAND AND COMPANY

KNOW ALL MEN BY THESE PRESENTS: That we, D. L. Evans, and McKinley Jenkins, the President and Secretary, respectively of the J. H. Ireland and Company, a banking corporation, organized under and existing by virtue of the laws of the State of Idaho; and

That we, D. L. Evans, G. L. Jenkins, D. L. Evans Jr., McKinley, Jenkins, and Mary E. Evans, who are all of the directors of said corporation, and who constitute a majority of said Board of Directors, do hereby certify:

That the said J. H. Ireland and Company, a banking corporation, was duly incorporated under the laws of the State of Idaho, or on or about the 1st day of December, 1892; that said corporation at the date of its incorporation had and ever since said date has had a capital stock of \$100,000.00, divided into one thousand shares of the par value of \$100.00 per share, and that all times hereinafter mentioned 400 shares only of said stock were issued and outstanding and fully paid up;

That pursuant to a resolution of the Board of Directors of the J. H. Ireland and Company, duly passed by a majority vote of the directors of said company, at a special meeting of said Board of Directors duly called and held on the 20th day of August, 1923, at the principal place of business of said corporation, to-wit: at the banking house of said corporation in Malad City, in the County of Oneida, State of Idaho, a special meeting of the stockholders of said corporation was called to be held at the principal place of business of said corporation, to-wit: at the banking house of said corporation, in Malad City, in the County of Oneida, State of Idaho, on Saturday, the 29th day of September, 1923, at 5 o'clock P.M. of that day, for the purpose, among other things, of amending the articles of incorporation so as to ~~diminish~~ the amount of the capital stock of said corporation from 1000 shares to 400 shares, and the following notice of the time and

place of such meeting and the object thereof was served on each stockholder of said corporation personally at least thirty (30) days prior to the date of such proposed meeting, to-wit: prior to September, 29th 1923;

Notice of Special Stockholders Meeting
J. N. Ireland & Company

Notice is hereby given that in pursuance of a resolution duly passed by a majority vote of the directors of the J. N. Ireland and Company, a corporation, organized and existing under the laws of the State of Idaho, at a special meeting of the board of directors of said company, duly held on the 20th day of August, 1923, at the banking house of said company in Malad City, Oneida County, State of Idaho, a meeting of the stockholders of said corporation is hereby called and will be held at the banking house of said corporation in Malad City, Oneida County, State of Idaho, on the 29th day of September, 1923, at the hour of 5 o'clock P.M. of said day, for the purpose of amending the articles of incorporation of the company so as to diminish the amount of its capital stock from 1000 shares of the parvalue of \$100.00 each to 400 shares of the par value of \$100.00 each, and for the transaction of such other and further business as may come before the meeting

By Order of the Board

Dated August 20th 1923

D. L. Evans, President

(Seal)

McKinley Jenkins, Secretary

That on the 29th day of September, 1923, at 5 o'clock P.M. of that day, at the principal place of business of said corporation, to-wit: at the banking house of said company in Malad City, in the County of Oneida, State of Idaho, at a special meeting of the stockholders of said corporation, the following resolution was duly passed by a vote of at least two-thirds of the subscribed capital stock, said resolution being in the words and figures as follows:

C-Q-P-Y

R E S O L U T I O N

Resolved that the Articles of Incorporation of the J. N. Ireland and Company shall be amended as follows:

That Article 6 shall be amended so that it shall, as amended, read as follows, to-wit:

That the amount of the Capital Stock of this corporation shall be Forty thousand dollars, divided into Four hundred shares of the par value of Onehundred dollars each

Dated at Malad City, Idaho, this 29th day of September, 1923

D. L. Evans Jr.

That the total number of shares of the subscribed capital stock of said corporation at said time was 400 shares. That the amount of capital stock represented at said meeting of said stockholders of said corporation was 400 shares: That the total vote in the affirmative by which said resolution diminishing the capital stock from 1000 shares to 400 shares as aforesaid was passed, was 400 shares. That the total vote in the negative by which said resolution was passed as aforesaid was No shares

That the amount to which the capital stock of said corporation has been diminished is Forty thousand dollars, divided into four hundred shares of the par value of one hundred dollars each.

IN WITNESS WHEREOF, we have hereunto set our hands and caused the corporate seal of said corporation to be hereunto affixed, this 29th day of September, 1923.

D. L. EVANS

President, J.N. Ireland and Company,
and Chairman of said meeting

McKINLEY JENKINS

Secretary

D. L. EVANS

MARY E. EVANS

G. L. JENKINS

McKINLEY JENKINS

D. L. EVANS, JR.

Directors of the J. N. Ireland and Company, and constituting a

Board of Directors of said company.

COPY

State of Idaho

County of Oneida, ss

D: L. Evans, President of the J. N. Ireland and Company, and Chairman of the above specified special stockholders meeting, and McKinley Jenkins, Secretary of said Company, and of said meeting, being each duly sworn, depose and say: That they are, respectively, the President and Secretary of the J. N. Ireland and Company, a banking corporation, mentioned in the foregoing certificate, and that they were, respectively, the Chairman and Secretary, of the special stockholders meeting specified and mentioned in said certificate; that they, together with the other three directors whose names are signed to the foregoing certificate constitute the board of directors of said corporation; that they have read the foregoing certificate and know the contents thereof and that the same is true of their own knowledge.

D. L. EVANS

McKINLEY JENKINS

Subscribed and sworn to before me this 29th day of September, 1923

VANCE BIGLER

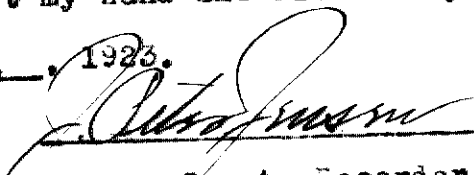
Notary public for Idaho
Residence Malad, Idaho.

State of Idaho

County of Oneida, ss

I, J. Peter Jensen, County Recorder in and for Oneida County, State of Idaho, do hereby certify that the annexed and foregoing is a full, true and correct copy of the Certificate of Amendment of the Articles of Incorporation of the J. N. Ireland and Company, filed in my office on September 29, 1923, and now on file therein at Malad, in said County of Oneida.

In witness whereof, I have hereunto set my hand and affixed my official seal this 29th day of September, 1923.


County Recorder
