

Department of State.

**CERTIFICATE OF AMENDMENT OF
ARTICLES 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

TWIN FALLS BANK & TRUST COMPANY

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the 8th day of April 19 77, original articles of amendment, as provided by Section 4 30-146 and 30-147, Idaho Code, *Increasing its authorized capital stock to \$1,800,000.00*

and that the said articles of amendment contain the statement of facts required by law, and are *will be* recorded on ~~film~~ *microfilm* of Record of Domestic Corporations of the State of Idaho.

I THEREFORE FURTHER CERTIFY, That the Articles of Incorporation have been amended accordingly.

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 8th day of April, A. D., 19 77.

Secretary of State

RECEIVED
MAR 21 1977
DEPT. OF FINANCE
STATE OF IDAHO

ARTICLES OF AMENDMENT OF ARTICLES OF INCORPORATION

OF

TWIN FALLS BANK & TRUST COMPANY

WHEREAS, Twin Falls Bank & Trust Company was organized under and by virtue of the laws of the State of Idaho on the 1st day of October, 1908; and

WHEREAS, on the 25th day of November, 1932, the Articles of Incorporation of said corporation, upon proceedings duly had, were amended so as to increase the number of Directors of said corporation from five members to seven members, and were further amended so that the officers of said corporation in addition to the said Board of Directors shall be a President, one or more Vice-Presidents, a Secretary and a Cashier and such other officers as may be provided by the By-Laws, and further amended so as to provide that only the President of the corporation must be a member of the Board of Directors and providing further that a Vice-President who is not a Director cannot succeed to or fill the office of President; and

WHEREAS, Articles of Amendment of Articles of Incorporation of Twin Falls Bank & Trust Company setting forth said amendments of November 25, 1932, were duly and regularly filed in the office of the Secretary of State of the State of Idaho on November 26, 1932; and

WHEREAS, On the 12th day of April, 1947, the Articles of Incorporation of said corporation, upon proceedings duly had, were amended so as to increase the Capital Stock of said Bank from \$100,000.00 to \$150,000.00 and so as to increase the number

of shares of capital stock of said Bank from 1,000 shares to 1,500 shares; and

WHEREAS, Articles of Amendment of Articles of Incorporation of Twin Falls Bank & Trust Company setting forth said amendment of April 12, 1947, were duly and regularly filed in the office of the Secretary of State of the State of Idaho on May 7, 1947; and

WHEREAS, On the 20th day of January, 1948, the Articles of Incorporation of said corporation were amended so as to increase the Capital Stock of said Bank from \$150,000.00 to \$300,000.00 and so as to increase the number of shares of Capital Stock of said Bank from 1,500 shares to 3,000 shares; and

WHEREAS, Articles of Amendment of Articles of Incorporation of Twin Falls Bank & Trust Company setting forth said Amendment of January 20, 1948, were duly and regularly filed in the office of the Secretary of State of the State of Idaho on April 6, 1948; and

WHEREAS, On the 16th day of January, 1951, the Articles of Incorporation of said corporation were amended so as to permit and authorize said corporation to institute, operate and conduct one or more Branch Banks within the State of Idaho; and

WHEREAS, Articles of Amendment of Articles of Incorporation of Twin Falls Bank & Trust Company setting forth said Amendment of January 16, 1951, were duly and regularly filed in the office of the Secretary of State of the State of Idaho on May 29, 1952; and

WHEREAS, on the 15th day of January, 1957, the Articles of Incorporation of said corporation were amended so as to make the duration of said corporation perpetual; and

WHEREAS, Articles of Amendment of Articles of Incorporation of Twin Falls Bank & Trust Company setting forth said Amendment of January 15, 1957, were duly and regularly filed in the office of the Secretary of State of the State of Idaho on the 8th day of February, 1957; and

WHEREAS, on the 23rd day of July, 1958, the Articles of Incorporation of said corporation were again amended so as to increase the Capital Stock of said Bank from \$300,000.00 to \$600,000.00 and so as to increase the number of shares of Capital Stock of said Bank from 3,000 shares to 6,000 shares; and

WHEREAS, Articles of Amendment of Articles of Incorporation of Twin Falls Bank & Trust Company setting forth said amendment of July 23, 1958, were duly and regularly filed in the office of the Secretary of State of the State of Idaho on the 14th day of August, 1958; and

WHEREAS, on the 19th day of January, 1971, the Articles of Incorporation of said Twin Falls Bank & Trust Company were again amended to give said corporation authority to act as an agent for insurance companies and to conduct a general insurance agency and insurance brokerage business; and

WHEREAS, Articles of Amendment of Articles of Incorporation of Twin Falls Bank & Trust Company setting forth said Amendment of January 19, 1971, were duly and regularly filed in the office of the Secretary of State of the State of Idaho on the 6th day of April, 1971; and

WHEREAS, on the 21st day of January, 1975, the Articles of Incorporation of said corporation were again amended so as to increase the Capital Stock of said Bank from \$600,000.00 to \$900,000.00 and so as to increase the number of shares of Capital

Stock of said Bank from 6,000 shares to 9,000 shares; and

WHEREAS, Articles of Amendment of Articles of Incorporation of Twin Falls Bank & Trust Company setting forth said amendment of January 21, 1975, were duly and regularly filed in the office of the Secretary of State of the State of Idaho on the 27th day of February, 1975;

NOW, THEREFORE, We, the undersigned, CURTIS T. EATON and HELEN McCALLIE, President and Secretary, respectively, of Twin Falls Bank & Trust Company, a corporation organized and existing under and by virtue of the laws of the State of Idaho, DO HEREBY CERTIFY as follows:

That the said Curtis T. Eaton is President of said corporation, and the said Helen McCallie is Secretary of said corporation.

That pursuant to instruction and direction of the Board of Directors of said corporation and in conformance with the Statutes of the State of Idaho and the By-Laws of said corporation the Secretary of said corporation did on the 17th day of December, 1976, give written notice to each Stockholder of said corporation of the Regular Stockholders' Meeting to be held at four o'clock P.M. on the 18th day of January, 1977, at the Banking Quarters and Office of said Bank in the Twin Falls Bank & Trust Company Building in Twin Falls, Idaho, for the purpose of considering and acting upon a proposal to amend Article VI of the Amended Articles of Incorporation of Twin Falls Bank & Trust Company so as to increase the Capital Stock of said Bank from \$900,000.00 to \$1,800,000.00 and so as to increase the number of shares of the Capital Stock of said Bank from 9,000 to 18,000 shares of the par value of \$100.00 each.

That at said Regular Stockholders' Meeting of said corporation held pursuant to said Notice at the time and place specified in said Notice; at which meeting more than a two-thirds majority of the voting power of the stock of said corporation was present and voted, either in person or by proxy, the Stockholders of said corporation by the unanimous vote of said stock represented at said meeting, duly passed and adopted a Resolution amending the Articles of Incorporation and By-Laws of said corporation, which Resolution is as follows:

"NOW, THEREFORE, BE IT RESOLVED That Article VI of the Articles of Incorporation of the Twin Falls Bank & Trust Company be amended to read as follows:

'The Capital Stock of said Corporation shall be the sum of One Million Eight Hundred Thousand Dollars (\$1,800,000.00) divided into Eighteen Thousand (18,000) shares of the par value of One Hundred Dollars (\$100.00) each.'

"BE IT FURTHER RESOLVED That the President and Secretary of Twin Falls Bank & Trust Company be, and they are hereby authorized and directed to execute for and on behalf of said corporation, and file in the office of the Secretary of State and in the office of the Commissioner of Finance, and any other governmental agency, such papers and documents as shall be appropriate and necessary to fully effect the foregoing amendment.

"BE IT FURTHER RESOLVED That the capital account of Twin Falls Bank & Trust Company be, and the same is hereby increased from Nine Hundred Thousand and No/100 Dollars (\$900,000.00) to One Million Eight Hundred Thousand Dollars (\$1,800,000.00) by transferring from the Surplus Account of said Bank the sum of Nine Hundred Thousand and No/100 Dollars (\$900,000.00) to the Capital Account of said Bank.

"BE IT FURTHER RESOLVED That appropriate steps be taken to increase the capital stock of said bank from Nine Hundred Thousand and No/100 Dollars (\$900,000.00) to One Million Eight Hundred Thousand and No/100 (\$1,800,000.00) and that the Nine Hundred Thousand and No/100 Dollars (\$900,000.00) hereby added to the capital of said bank be evidenced by new shares

of stock to be issued in the form of stock dividends to the present stockholders in proportion to their present stock holdings.

"AND BE IT FURTHER RESOLVED That Section 1, Article II of the By-Laws of Twin Falls Bank & Trust Company which now reads as follows:

'Section 1. Stock That the amount of the capital stock of said corporation shall be \$900,000.00 divided into 9,000 shares, each having a par value of \$100.00'

be, and the same is hereby amended to read as follows:

'Section 1. Stock. That the amount of the capital stock of said corporation shall be One Million Eight Hundred Thousand and No/100 Dollars (\$1,800,000.00) divided into Eighteen Thousand (18,000) shares, each having a par value of One Hundred Dollars (\$100.00).'

AND WE DO HEREBY FURTHER CERTIFY: That the following is a full, true and correct copy of said Articles of Amendment of said Articles of Incorporation of Twin Falls Bank & Trust Company, a corporation, to-wit:

"ARTICLES OF INCORPORATION OF
TWIN FALLS BANK & TRUST COMPANY

KNOW ALL MEN BY THESE PRESENTS that we, the undersigned, have voluntarily associated ourselves together for the purpose of forming a private corporation for the purposes hereinafter stated, under and by virtue of the laws of the State of Idaho, and do make and acknowledge this certificate in writing, which when filed, shall constitute the Articles of Incorporation of the TWIN FALLS BANK & TRUST COMPANY.

ARTICLE I.

The name of this Corporation is and shall be TWIN FALLS BANK & TRUST COMPANY.

ARTICLE II.

The objects and purposes for which this Corporation is formed are: In general to do any and all things usually done by commercial, savings and safety deposit banking institutions and trust, surety and guarantee companies; and in furtherance and in limitation thereof, to undertake any and all business transactions or operations commonly undertaken and carried on

by banks, brokers, promoters, capitalists, financiers, fiscal agents, and among other things to do any and all things authorized to be done under and by virtue of Senate Bill No. 67, Laws of 1901 of Idaho, approved March 16, 1901, entitled 'An Act to provide for the incorporation and regulation of Trust Companies, guarantee title, abstract, and safety deposit companies, adding Chapters XII to Title IV, of the Civil Code of Idaho, and amending an Act entitled "An Act to regulate the compiling of abstracts of title in the State of Idaho, and to provide for the introduction of the same in evidence, approved February 18, 1899";--and to that end to institute, operate and conduct a Bank, and one or more Branch Banks within the State of Idaho and carry on and assist, promote and participate in financing transportation, commercial, mercantile, banking and industrial undertakings and operations; but nothing herein shall be construed to authorize this corporation personally to acquire any ownership in or to operate, or participate in, except as authorized by law, the management of any transportation, commercial or industrial undertakings or enterprise of any kind.

1. To carry on operations in loans, discounts and exchange, receive deposits payable on demand or time, discount commercial paper, make loans of money on collateral security; buy and sell drafts, bills of exchange and other negotiable instruments, negotiate loans, and deal in negotiable securities issued by the Government, County, State, National and Municipal body politic, or Corporations, public or private, and do and perform any and all other operations or things that come within the general business of banking; but nothing herein is intended or shall be construed to authorize a bank of issue of notes to circulate as money.

2. To receive deposits and pay interest on the same, upon such terms as may be from time to time prescribed by Board of Directors; to preserve and safely invest the funds of its members and depositors in loans upon real and personal property, and all adequate securities, public or private, or in such manner, on such terms, at such rate of interest, and for such consideration as may be determined by the officers of the corporation under the direction of the Board of Directors; to sell, transfer and assign its loans to individuals and corporations, with or without recourse upon the corporation, as may be ordered by the Board of Directors; and to receive funds from private parties and corporations for the purpose of loaning the same upon adequate security; and in general to do any and all things necessary or needful to be done in and about the carrying on of the business of a Savings Bank.

3. To construct, maintain and operate vaults, safes, deposit boxes, and other receptacles for the safe keeping of valuables, and to let out the use thereof for hire.

4. To accept, administer and execute any lawful trusts which may be created by instrument in writing or orally;

To examine, expert and audit investments, enterprises and securities, and make reports thereon.

To become security for the payment of all damages that may be assessed and directed to be paid for lands taken in the building of railway, horse, steam, electric or otherwise, or for the purposes of any such railway, whether city, suburban, interurban or otherwise, or for the opening of streets, roads, avenues, irrigating canals, or any purpose whatever where land or property is authorized by law to be taken.

To become security upon any judicial, official or other bond or undertaking where security may be required, in this state or elsewhere, as may be authorized by law.

To purchase and sell real estate and take charge of the same.

To furnish abstracts of title to real estate; to guarantee the title and to make insurance of every kind pertaining to or connected with titled to real estate, and to make, execute and perfect such and so many contracts, agreements, policies and other instruments as may be required therefor.

To act as Fiscal or Transfer Agent of any State, County, Municipality, Body Politic or Corporation, public or private, Association or individual, and in such capacity to receive and distribute money, transfer, register and countersign certificates of stocks, bonds or other obligations or evidences of indebtedness or title, and to receive and to manage any sinking fund thereof, on such terms as may be agreed upon.

To receive and hold on deposit and in trust and as security estate, real and personal, including the notes, bonds, obligations of States, Counties, Municipalities, Corporations, public and private, Companies, Associations and individuals by appointment of any Court or otherwise, and the same to purchase, collect, adjust and settle, sell and dispose of, in any manner, with or without proceedings in law or equity, and for such price, and on such terms as may be agreed on between said corporation and the parties contracting with it.

To act as Trustee, Assignee, Receiver, Guardian, Administrator, Executor, Curator, or Assignee by appointment, of any Court or otherwise, in any and all matters, and to take, accept and execute trusts of every description not inconsistent with the laws of this state, or of the laws of the United States, and to receive deposits of money and other property in pursuance thereof, and to issue obligations therefor, and to invest such trust funds in and to purchase real and personal securities, and to loan such moneys on real and personal securities.

To take, receive and hold any and all pieces of property as may have been or may hereafter be the subject of any insurance made by such corporation under the terms conferred by the law, and these, its Articles of Incorporation, and the same to

grant, bargain, sell and convey, and dispose of, in any such manner as to this corporation may seem proper.

To act as agent for insurance companies in soliciting and receiving applications for fire, automobile, liability, casualty, plate glass, boiler, accident, health, burglary, robbery, rent, credit, and life insurance and all other kinds of insurance, the collection of premiums, and doing such other business as may be delegated to agents by such companies, and to conduct a general insurance agency and insurance brokerage business.

To act as Statutory Agents for the purposes of serving all process issued out of the Courts of this State for foreign and non-resident corporations, companies, associations, partnerships and individuals.

As Attorney-in-fact to the extent authorized by law, to execute deeds, mortgages, bills of sale, contracts and other conveyances and instruments.

As beneficiary to the extent authorized by law to receive and take property, real, personal and mixed, of every kind and nature, granted or given by Will, deed or other conveyance.

As owner, to the extent authorized by law, to own, vote, hold and control, stock or stocks, in other corporation or corporations or companies. As Trustee or other holder of legal title, to the extent authorized by law, to hold, vote and control stock and stocks in other corporation or corporations, company or companies.

As Agent or Trustee to issue warrants, bonds, debentures and other negotiable and transferrable instruments secured by mortgage or other collateral, deposited and held as guaranty or security for such purpose.

As Agent or Trustee, to the extent authorized by law, to purchase, collect, adjust and settle, hypothecate and dispose of any evidences of title, interest or indebtedness, or any and all personal property wheresoever located.

As such Agent or Trustee, and to the extent authorized by law, to act with or towards any such collateral stock, bonds, or other evidence of titles, interest or indebtedness, or other personal property with all the rights, powers and privileges of the individual owners thereof.

And in general to do any and all things in and about the premises as to the full extent authorized by law for the benefit of such corporation and to the furtherance of its declared purposes and objects and convenient for the proper conduct of said business. And with all rights and powers conferred by the laws of the State of Idaho upon private corporations.

It is intended that the separate objects specified above shall in no wise be limited or restricted by reference to or inference from the terms of any other clause or paragraph, of the certificate of incorporation, but that the objects specified in each clause shall be regarded as independent objects that may be executed in conformity with the law by this corporation, and it is intended that the right of extending the powers and privileges conferred in each clause and paragraph by reference to other clauses and paragraph of this certificate may be exercised by the corporation.

ARTICLE III.

The principal place of business and office of this corporation shall be at the City and County of Twin Falls, State of Idaho.

ARTICLE IV.

That subject to dissolution in the manner provided by law, the duration of this corporation shall be perpetual.

ARTICLE V.

The number of Directors of this Corporation shall be seven (7).

ARTICLE VI.

The Capital Stock of said corporation shall be the sum of One Million Eight Hundred Thousand Dollars (\$1,800,000.00) divided into Eighteen Thousand (18,000) shares of the par value of One Hundred Dollars (\$100.00) each.

ARTICLE VII.

The sum of \$100,000.00 of the Capital Stock of said corporation has been already subscribed by the persons whose names are hereunto subscribed and to the several amounts hereinafter set out:

<u>NAME:</u>	<u>ADDRESS:</u>	<u>SHARES</u>	<u>VALUE</u>
W. S. McCornick	Salt Lake, City Utah	500	\$50,000.
C. B. Wilfley	Twin Falls, Idaho	70	7,000.
F. A. Voigt	" " "	125	12,500.
A. C. Milner	Salt Lake City, Utah	50	5,000.
I. B. Perrine	Twin Falls, Idaho	20	2,000.
Dr. T. O. Boyd	" " "	50	5,000.
P. H. Smith	" " "	20	2,000.
H. O. Milner	" " "	10	1,000.
H. T. West	" " "	10	1,000.
Robert McCollum	" " "	10	1,000.
P. B. Johnson	" " "	10	1,000.
C. E. Booth	" " "	10	1,000.
Thomas Costello	" " "	10	1,000.

<u>NAME:</u>	<u>ADDRESS:</u>	<u>SHARES</u>	<u>VALUE</u>
John Henderson	Twin Falls, Idaho	5	\$ 500.
C. M. Hill	" " "	5	500.
H. A. Stroud	" " "	5	500.
W. P. Guthrie	" " "	5	500.
Henry Wall	" " "	5	500.
Urban Tracy	" " "	5	500.
L. Pettit	" " "	5	500.
Chester Baird	" " "	5	500.
A. McPherson	" " "	5	500.
Mark Coffin	" " "	5	500.
(Mrs.) A. N. Sprague	" " "	5	500.
J. McMillan	" " "	5	500.
C. A. Tush	" " "	5	500.
Robert Rogerson	" " "	5	500.
J. W. Craven	" " "	5	500.
R. C. Beach	" " "	5	500.
M. M. Murtaugh	" " "	5	500.
E. C. Lavering	" " "	5	500.
Earl Hood	" " "	10	1,000.
F. D. Kimball	Salt Lake City, Utah	5	500.
			<u>100,000.</u>

ARTICLE VIII.

The officers of this corporation, in addition to the Board of Directors, shall be a President, one or more Vice-Presidents, a Secretary, a Cashier and such other officers as may be provided by the By-Laws and said officers shall be chosen by the Board of Directors and shall hold office for the period of one year or until their successors shall be elected and qualified. The President shall be a Director of the corporation. The Vice-Presidents, Secretary, Cashier and such other officers as are provided by the By-Laws and elected by the Board of Directors need not be Directors of the corporation. Any two of the offices of Vice-President, Secretary, Cashier and other officers may be combined in one person. A Vice-President who is not a Director cannot succeed to or fill the office of President.

ARTICLE IX.

The time and manner of holding stockholders meetings for the election of officers and the purpose and method of conducting business of said corporation shall be provided in the By-Laws hereafter to be adopted by the stockholders of said corporation.

IN WITNESS WHEREOF the said incorporators have hereunto set their hands and seals this 21st day of September, A.D., 1908.

Signed and Sealed in the
presence of

W. O. Cleland

W. S. McCornick
C. B. Wilfley

F. A. Voigt
 Archibald C. Milner
 I. B. Perrine
 T. O. Boyd
 P. H. Smith
 H. O. Milner
 H. T. West
 R. M. McCollum
 P. B. Johnston
 C. E. Booth
 Thos. Costello
 John T. Henderson
 C. M. Hill
 H. A. Stroud
 W. P. Guthrie
 Henry J. Wall
 Urban Tracey
 Lewis Pettit
 Chester C. Baird
 Alex McPherson
 Mark Coffin
 Mrs. A. N. Sprague
 J. McMillan
 C. A. Tush
 Robert Rogerson
 Joel W. Craven
 R. C. Beach
 M. M. Murtaugh
 E. C. Lavering
 Earl Hood
 F. D. Kimball

STATE OF UTAH)
) ss.
 COUNTY OF SALT LAKE)

On this 21st day of September, A.D., 1908, before me,
 W. O. Cleland a Notary Public in and for said County, personally
 appeared W. S. McCornick, C. B. Wilfley and Archibald C. Milner
 each personally known to me to be the identical persons whose
 names are subscribed to the foregoing instrument, and they duly
 acknowledged to me that they voluntarily executed the same for
 the uses and purposes therein mentioned.

IN WITNESS WHEREOF, I have hereunto set my hand and
 affixed my official seal at Salt Lake City in said County, the
 day and year in this certificate first set out.

(W. O. Cleland Notary Public)
 (Salt Lake County, Utah)

My Commission expires 9/0/1910

W. O. CLELAND
 Notary Public

STATE OF IDAHO)
) ss.
COUNTY OF TWIN FALLS)

On this 30th day of September, A.D., 1908, before me, C. J. Hahn, a Notary Public in and for said County, personally appeared F. A. Voigt, I. B. Perrine, T. O. Boyd, P. H. Smith, H. O. Milner, H. T. West, R. M. McCollum, P. B. Johnston, C. E. Booth, Thos. Costello, John T. Henderson, C. M. Hill, H. A. Stroud, W. O. Guthrie, Henry J. Wall, Urban Tracey, Lewis Pettit, Chester C. Baird, Alex McPherson, Mark Coffin, Mrs. A. N. Sprague, J. McMillan, C. A. Tush, Robert Rogerson, Joel W. Craven, R. C. Beach, M. M. Murtaugh, E. C. Lavinger, Earl Hood, F. C. Kimball, each personally known to me to be the identical persons whose names are subscribed to the foregoing instrument, and they duly acknowledged to me that they voluntarily executed the same for the uses and purposes therein named.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Twin Falls in said County, the day and year in this certificate first set forth.

(C. J. Hahn Notary Public)
(Twin Falls County Idaho)

C. J. HAHN
Notary Public

My Commission expires August 13, 1910"

IN WITNESS WHEREOF, We have hereunto set our hands and affixed the seal of said corporation this 31st day of January, 1977.

Curtis T. Eaton
President of Twin Falls Bank &
Trust Company

Attest:

Helen McCallie
Secretary of Twin Falls Bank &
Trust Company

STATE OF IDAHO)
) ss.
COUNTY OF TWIN FALLS)

CURTIS T. EATON and HELEN McCALLIE, each being first duly sworn, depose and say upon their oaths, each for himself and not one for the other:

That they are the President and Secretary respectively of Twin Falls Bank & Trust Company and that the facts set forth in the foregoing Articles of Amendment are true to the best of their knowledge and belief and that they, as such President and Secretary, respectively, of such corporation, made, signed and executed the said Articles of Amendment for the uses and purposes therein mentioned.

Curtis T. Ector

Helen McCallie

SUBSCRIBED AND SWORN to before me this 31ST day of January, 1977.

Robert W. Stephan

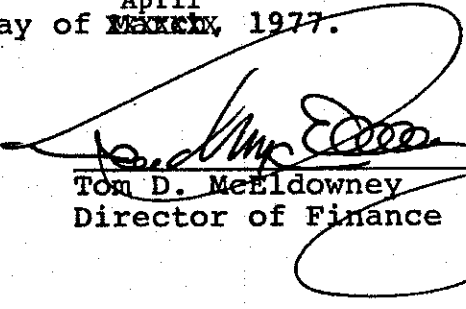
Notary Public for Idaho,
Residing at Twin Falls, Idaho.

My Commission Expires:
May 10, 1978.

CERTIFICATE OF APPROVAL

This is to certify that I, the undersigned, Director of Finance, State of Idaho, do hereby approve for filing the attached Articles of Incorporation of Twin Falls Bank & Trust Company, Twin Falls, Idaho, dated January 31, 1977.

DATED This 8th day of ^{April}~~March~~, 1977.


Tom D. McElDowney
Director of Finance