

# State of Idaho



## Department of State.

### CERTIFICATE OF QUALIFICATION OF FOREIGN CORPORATION

I, JAS. H. YOUNG, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that

#### **KINGS COUNTY TRUST COMPANY**

a corporation duly organized and existing under the laws of **New York** has fully complied with Section 10 Article II of the Constitution, and with Sections 30-501 and 30-502, Idaho Code, by filing in this office on the **24th** day of **July** **1958**, a properly authenticated copy of its articles of incorporation, and on the **24th** day of **July** **1958**, a designation of **Ralph R. Breshears** in the County of **Ada** as statutory agent for said corporation within the State of Idaho, upon whom process issued by authority of, or under any law of this State, may be served.

AND I FURTHER CERTIFY, That said corporation has complied with the laws of the State of Idaho, relating to corporations not created under the laws of the State, as contained in Chapter 5 of Title 30, Idaho Code, and is therefore duly and regularly qualified as a corporation in Idaho, having the same rights and privileges, and being subject to the same laws, as like domestic corporations.

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 **24th** day of **July**, A.D. **1958**.

Secretary of State.

We, the undersigned, three fourths of whom reside in the State of New York, having associated ourselves together for the purpose of organizing a Trust Company, in accordance with the provisions of an Act of the Legislature of the State of New York, being Chapter 546 of the Laws of 1887, entitled "An Act to provide for the organization of trust companies, for their supervision and for the administration of their affairs", do hereby certify and specifically state.

First. The name assumed to distinguish such association and to be used in its dealings is that of "Kings County Trust Company."

Second. The place where the business of such Trust Company is to be carried on is in the City of Brooklyn, County of Kings and State of New York.

Third. The amount of capital of said company shall be one hundred thousand dollars, divided into five thousand shares of one hundred dollars each.

Fourth. The name of the

and Post Office address of each member of such association are as follows.

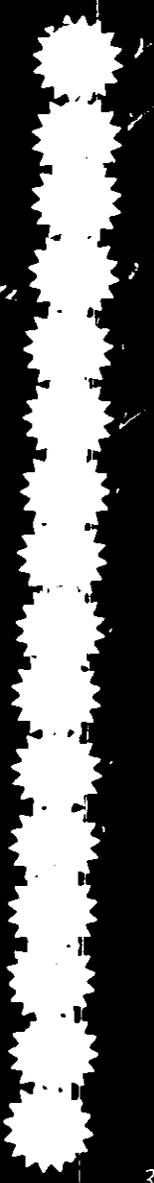
<u>Name</u>	<u>Residence</u>	<u>Post Office Address</u>
Timothy K. Woodruff	No 19 Seventh Avenue	Brooklyn New York
Stephen V. White	No 210 Columbia Heights	Brooklyn New York
George Munro	No 15 West 67th Street	New York City New York
Hermon B. Seaman	No 404 Hart Street	Brooklyn New York
Eliphaz W. Bliss	Sayville Kings County	New York
Joseph E. Hendrix	No 307 President Street	Brooklyn New York
Wesley J. Gates	No 636 8th Avenue	Brooklyn New York
Eugene S. Connor	No 428 Clermont Avenue	Brooklyn New York
William Berr	No 301 Grand Avenue	Brooklyn New York
Andrew E. Baird	No 140 Hewes Street	Brooklyn New York
Harlan P. Halsey	No 111 1st Avenue Street	Brooklyn New York
William Harkness	No 566 Washington Avenue	Brooklyn New York
Samuel W. Northrup	No 28 Halsey Street	Brooklyn New York
John H. Jenkins	No 830 1st Avenue	Brooklyn New York
Abraham Abraham	No 63 South 1st Street	Brooklyn New York
Wesley May	No 500 Bedford Avenue	Brooklyn New York
William V. Bennett	No 81 Pierpont Street	Brooklyn New York
James Howard	No 8 1st Avenue	Brooklyn New York
Wesley Campbell	No 315 Pierpont Street	Brooklyn New York
William Ziegler	No 56 Pierpont Street	Brooklyn New York
William D. Fairchild	Brookburgh Queens County	New York
Martin A. ...	Brooklyn New York	New York
Samuel W. Williams	No 39 Sea & Portland Avenue	Brooklyn New York
Wesley Cooper	No 174 Hancock Street	Brooklyn New York
Wesley S. ...	No 269 Union Street	Brooklyn New York
Alfred G. Barnes	No 114 Pierpont Street	Brooklyn New York

Fifth - The term of existence of such association or company shall not exceed 50 years.

We, and each of us, hereby declare that we will accept the responsibilities and faithfully discharge the duties of a trustee of the "Kings County Trust Company" if elected to act as such, when authorized under the provisions of Chapter 546 of the Laws of 1887.

In Witness Whereof, We have made and signed this certificate in duplicate and have hereunto set our hands and seals this first day of June 1889.

- ✓ *Tracy L. [unclear]*
- ✓ *J. White*
- ✓ *George [unclear]*
- ✓ *Herman K. Schermann*
- ✓ *E. W. Bliss*
- ✓ *J. W. [unclear]*
- ✓ *Allen J. Gates*
- ✓ *Eugene B. Connor*
- ✓ *Andrew D. Baird*
- ✓ *Charles F. Katsch*
- ✓ *W. [unclear]*
- ✓ *W. W. [unclear]*
- ✓ *Abraham Abraham*
- ✓ *Mass [unclear]*



- ✓ W. H. Smith
- ✓ James Hurrell
- ✓ Philip Compton
- ✓ G. J. J. J. J.
- ✓ Johann Stangher
- ✓ Martin Post
- ✓ Dan. H. W. Williams
- ✓ Lewis (Luper)
- ✓ J. S. J. Stranahan
- ✓ H. J. Barnes



William Ziegler and Daniel W. McWilliams  
and on the Fifth day of July 1889, before  
personally came Andrew E. Baird,  
William Harkness and William L. R. Smith,  
and on the Sixth day of July 1889, before me  
personally came Alfred C. Barnes, and on the  
Eighth day of July 1889, before me personally  
came James Howell, and on the Ninth day of  
July 1889, before me personally came Stephen  
V. White, and on the Thirteenth day of July  
1889, before me personally came Eugene F.  
O'Connor. Each to me known, and known  
to me to be the individuals described in  
and who executed the foregoing instrument  
and they severally acknowledged to me  
that they executed the same.

Joseph H. Breaznell  
Commissioner of Deeds  
City of Brooklyn.

City and County of New York & C.

On the twentieth fifth day of June 1889 before me personally came George Mauro to me known and known to me to be the individual described in and who executed the foregoing instrument, and he acknowledged that he executed the same.

Wm. Cornick

Notary Public (12)

N.Y. Co

State of New York

County of Kings Co.

City of Brooklyn On the fourteenth day of June 1889, before me personally came Timothy L. Woodruff, and on the twenty eighth day of June 1889, before me personally came James S. Stranahan, and on the twenty ninth day of June 1889, before me personally came Harlan P. Halzey and Felix Campbell, and on the first day of July 1889, before me personally came Herman B. Schermann, Eliphalet W. Bliss, Joseph C. Hendrix, Nelson J. Gates, William Berri, Daniel W. Northrup, Abraham Abraham, Moses May, Julian D. Fairchild, Martin Jost, and Charles Cooper, and on the second day of July 1889, before me personally came John G. Perkins.

## Banking Department.

Know all Men by these Presents, That I, WILLIS S. Paine, Superintendent of the Banking Department of the State of New York, do hereby Certify that the following named persons, to wit:

Timothy L. Woodruff, Stephen V. White  
George Munro, Herman B. Scharmann, Moses May  
Elphalet W. Bliss, Joseph C. Hendrix, Nelson J. Gates  
Eugene F. Connor, William Ferri, Andrew D. Baird  
Harlan P. Halsey, William Harkness, Daniel W. Northup  
John B. Jenkins, Abraham Abraham, William B. Smith  
James Howell, Felix Campbell, Julian D. Fairchild  
Martin Jost, William Ziegler, Daniel W. McWilliams  
Charles Cooper, James P. Branahan, Alfred C. Barnes

have filed in this Department, an Organization Certificate of the Kings County Trust Company to be located in the City of Brooklyn in the County of Kings and have furnished satisfactory evidence that they have complied with the requirements of Chapter 546 of the Laws of 1887 entitled. "An Act to provide for the organization of trust companies, for their supervision, and for the administration of their affairs."

Now Therefore, In pursuance of the authority conferred upon me by law, I do hereby authorize the above named persons to become a trust company under the title of Kings County Trust Company

with a Capital Stock of Five hundred thousand (500,000) Dollars, in accordance with said Certificate of Organization and the Laws of this State.



In Witness Whereof, I have hereunto set my hand and affixed my official seal, this 19<sup>th</sup> day of September, in the year one thousand eight hundred and eighty-nine

Willis S. Paine

Superintendent.

T

CERTIFICATE OF REDUCTION OF NUMBER  
OF TRUSTEES OF  
KINGS COUNTY TRUST COMPANY  
of the Borough of Brooklyn, City of  
New York, pursuant to Section 35 of  
the Stock Corporation Law.

We, the undersigned, being respectively the President and the Secretary of the Kings County Trust Company, of the Borough of Brooklyn, City of New York, do hereby certify as follows:

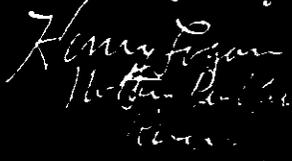
1. The name of the corporation is KINGS COUNTY TRUST COMPANY.
2. The certificate of incorporation of the said corporation is filed in the Office of the Superintendent of the Banking Department of the State of New York, on the 18th day of September, 1889.
3. The number of Trustees previously authorized is twenty-four.
4. The number of Trustees so authorized is reduced by four so that hereafter the number of Trustees as hereby reduced shall be twenty.

IN WITNESS WHEREOF we have made and subscribed this certificate in duplicate this 12 day of January, one thousand nine hundred and twenty-seven.

  
\_\_\_\_\_  
  
\_\_\_\_\_

CITY AND STATE OF NEW YORK  
COUNTY OF KINGS.

On this 12 day of January, 1927, I personally came JULIAN P. FAIR and known to me to be the persons described in the foregoing certificate, and they severally acknowledged that they executed the same.

  
Notary Public

CITY AND STATE OF NEW YORK )  
COUNTY OF KINGS. ) : ss

JULIAN P. FAIRCHILD and THOMAS BLAKE, being severally duly sworn, did depose and say, and each for himself deposes and says: That he, the said Julian P. Fairchild, is the President of the Kings County Trust Company, and that he the said Thomas Blake, is the Secretary thereof; that they have been authorized to execute and file the foregoing certificate by votes cast in person or by proxy of the holders of record of a majority of the outstanding shares of the corporation entitled to vote on a change of the number of trustees, and that such votes were cast at a stockholders' meeting held at No. 342-346 Fulton Street, Borough of Brooklyn, City of New York, State of New York on the twelfth day of January, 1927, at 12 o'clock noon, upon notice pursuant to Section 45 of the Stock Corporation Law.

Sworn to before me this )  
12 day of January, 1927 )

*Julian P. Fairchild*  
*Thomas Blake*

*Henry F. Ryan*  
*Notary Public*  
*Kings Co. N.Y.*

*State of New York,*  
**Banking Department.**

\*\*\*\*\*  
In the matter of proposed reduction  
in the number of trustees

of

KINGS COUNTY TRUST COMPANY  
\*\*\*\*\*

I, GEORGE OVEROCKER, First Deputy

Superintendent of Banks of the State of New York,

DO HEREBY APPROVE of a reduction in the number of trustees

of KINGS COUNTY TRUST COMPANY, located at Brooklyn, N.Y.,

from twenty-four (24), the present number, to

twenty (20), in accordance with the provisions of

Section 35 of the Stock Corporation Law.

*Witness, my hand and official seal at the City of Albany, this fourteenth*  
*day of* \_\_\_\_\_ *January,* \_\_\_\_\_ *in the Year of our Lord*  
*one thousand nine hundred and* twenty-seven.

First Deputy

*Superintendent of Banks*

CERTIFICATE OF REDUCTION OF NUMBER  
OF TRUSTEES OF  
KINGS COUNTY TRUST COMPANY  
of the Borough of Brooklyn, City of  
New York, pursuant to Section 35 of  
the Stock Corporation Law.

We, the undersigned, being respectively the President and the Secretary of the Kings County Trust Company, of the Borough of Brooklyn, City of New York, do hereby certify as follows:

1. The name of the corporation is KINGS COUNTY TRUST COMPANY.
2. The certificate of incorporation of the said corporation is filed in the office of the Superintendent of the Banking Department of the State of New York, on the 19th day of September, 1889.
3. The number of Trustees previously authorized is twenty.
4. The number of Trustees so authorized is reduced by five so that hereafter the number of Trustees as hereby reduced shall be fifteen.

IN WITNESS WHEREOF we have made and subscribed this certificate in duplicate this 8<sup>th</sup> day of January, one thousand nine hundred and thirty-six.

*Wm. J. Wason, Jr.*  
\_\_\_\_\_  
President.

*Albert I. Tabor*  
\_\_\_\_\_  
Secretary.

CITY AND STATE OF NEW YORK )  
COUNTY OF KINGS.

ss

On this 8<sup>th</sup> day of January, 1936, before me personally came WM. J. WASON, JR. and ALBERT I. TABOR, to me known and known to me to be the persons described in and who executed the foregoing certificate, and they severally duly acknowledged that they executed the same.

*Henry Logan*  
HENRY LOGAN  
NOTARY PUBLIC, KINGS COUNTY  
CLERK No. 377, GEN. No. 7018  
COMMISSION EXPIRES MARCH 30, 1937

CITY AND STATE OF NEW YORK )  
COUNTY OF KINGS. ) ss

WM. J. WASON, JR. and ALBERT I. TABOR, being severally duly sworn, did depose and say, and each for himself deposes and says: That he, the said Wm. J. Wason, Jr., is the President of the Kings County Trust Company, and that he, the said Albert I. Tabor, is the Secretary thereof; that they have been authorized to execute and file the foregoing certificate by votes cast in person or by proxy of the holders of record of a majority of the outstanding shares of the corporation entitled to vote on a change of the number of trustees, and that such votes were cast at a stockholders' meeting held at No. 342-346 Fulton Street, Borough of Brooklyn, City of New York, State of New York on the eighth day of January, 1936, at 12 o'clock noon, upon notice pursuant to Section 45 of the Stock Corporation Law.

*Albert I. Tabor*  
\_\_\_\_\_  
*Albert I. Tabor*

sworn to before me this )  
8th day of January, 1936)

*Henry Logan*  
**HENRY LOGAN**  
NOTARY PUBLIC, KINGS COUNTY  
CLERK OF SUPREME COURT, No. 7013  
COMMISSION EXPIRES MARCH 30, 1937

7

*State of New York.*  
**Banking Department.**

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In the matter of proposed reduction  
in the number of Trustees  
of  
KINGS COUNTY TRUST COMPANY

\*\*\*\*\*

I, WILLIAM R. WHITE, Deputy Superin-  
tendent of Banks of the State of New York, DO HEREBY  
APPROVE of a reduction in the number of Trustees of  
KINGS COUNTY TRUST COMPANY, located at Brooklyn, NY.,  
from twenty (20), the present number, to fifteen (15),  
in accordance with the provisions of Section 35  
of the Stock Corporation Law.

*Witness, my hand and official seal at the City of Albany this* — tenth —  
day of — January — in the Year of our Lord  
one thousand nine hundred and thirty-six. —

*William R. White*  
Deputy  
Superintendent of Banks.

Certificate of Extension of  
Existence of KINGS COUNTY TRUST  
COMPANY, pursuant to Section 45  
of the General Corporation Law.

We, WILLIAM J. WASON, JR. and ALBERT I. TABOR,  
being respectively the President and the Secretary of  
KINGS COUNTY TRUST COMPANY, of the Borough of Brooklyn, City  
of New York, do hereby certify as follows:

(1) The name of this corporation is KINGS  
COUNTY TRUST COMPANY.

(2) The Certificate of Incorporation of the  
corporation was filed in the Office of the Superintendent  
of Banks on the 6th day of August, 1889.

(3) The term of existence specified in the  
original Certificate of Incorporation will expire on the  
6th day of August, 1939.

(4) The duration of the corporation shall be  
perpetual.

IN WITNESS WHEREOF, we have executed this  
Certificate in duplicate this 13<sup>th</sup> day of January, 1938.

William J. Wason, Jr.  
President.

Albert I. Tabor  
Secretary.

CITY OF NEW YORK )  
COUNTY OF KINGS ) SS:

On this 13<sup>th</sup> day of January, 1938, before me per-  
sonally came WILLIAM J. WASON, JR. and ALBERT I. TABOR, to me  
known to be the persons described in and who executed the  
aforesaid Certificate of Extension of Existence and they  
thereupon solemnly and duly acknowledged to me that they executed  
the same.

Richard L. ...

STATE OF NEW YORK )  
COUNTY OF KINGS ; SS:

WILLIAM J. WASON, JR. and ALBERT I. TABOR, being duly sworn, depose and say, and each for himself deposes and says: That he, the said William J. Wason, Jr. is the President of KINGS COUNTY TRUST COMPANY, and he, the said Albert I. Tabor, is the Secretary thereof; that they were duly authorized to execute and file the foregoing certificate of extension of existence of said corporation by the votes of the holders of record of two-thirds of the outstanding shares of the corporation entitled to vote thereon, cast in person or by proxy at a Stockholders' Annual Meeting held upon notice as prescribed in Section 45 of the Stock Corporation Law, at No. 342 Fulton Street, in the Borough of Brooklyn, City of New York, State of New York, on the 12th day of January, 1938, at 12:00 o'clock, noon.

Subscribed and sworn to before me this 13<sup>th</sup> day of January, 1938.

*Richard A. ...*

*Albert I. Tabor*  
\_\_\_\_\_  
*Albert I. Tabor*  
\_\_\_\_\_



Approved  
1/22/54  
JAL

CERTIFICATE OF AMENDMENT OF CERTIFICATE OF INCORPORATION OF KINGS COUNTY TRUST COMPANY, PURSUANT TO SECTION 36 OF THE STOCK CORPORATION LAW

We, CHESTER A. ALLEN and MARY A. MANNIX, being respectively the President of KINGS COUNTY TRUST COMPANY and the Assistant Secretary thereof hereby certify:

✓ 1. The name of the corporation is KINGS COUNTY TRUST COMPANY.

✓ 2. The certificate of incorporation was filed in the office of the Superintendent of Banks on August 6, 1889.

3. The certificate of incorporation is amended to effect one or more of the changes authorized by subdivision 2 of Section 35 of the Stock Corporation Law, to wit: to change all of its previously authorized shares with par value into a larger number of shares of lesser par value; to authorize new shares with par value; and to increase the amount of its capital stock in conformity with changes in the number and par value of its shares.

✓ 4. The certificate of incorporation as heretofore amended contained the following provision with respect to capital:

"THIRD. The amount of capital stock of said Company shall be Five Hundred Thousand Dollars (\$500,000) divided into Five Thousand (5000) shares of One Hundred Dollars (\$100) each."

Said provision is hereby amended to read in full as follows:

"THIRD. The amount of authorized capital stock of said Company is Two Million Dollars (\$2,000,000) divided into Fifty Thousand (50,000) shares of Forty Dollars (\$40) par value each."

5. The terms upon which each \$100 par value share previously authorized, issued and outstanding is to be changed into the new \$40 par value shares authorized by this certificate are as follows: Each of the previously authorized shares of the corporation of the par value of \$100., of which 5000 shares have been authorized and are issued and outstanding, shall be split into two and one-half shares of stock now authorized, each to be of the par value of \$40.

IN WITNESS WHEREOF, we have made, subscribed and acknowledged this certificate in quintuplicate this 19th day of January, 1954.

Chester A. Allen  
President

Mary A. Mannix  
Assistant Secretary

Subscribed and sworn to before me  
this 19th day of January, 1954.

Donald S. Law  
Notary Public

DONALD S. LAW  
Notary Public, New York

Certified to be a true and correct copy of the original.

Term Expires March 30, 1954

STATE OF NEW YORK )  
                          :    ss.:  
COUNTY OF KINGS    )

CHESTER A. ALLEN and MARY A. MANNIX, being  
duly sworn, deposed so, and each for himself, deposes  
and says:

He, Chester A. Allen, is President of KINGS  
COUNTY TRUST COMPANY and she, Mary A. Mannix, is the  
Assistant Secretary thereof; that they have been duly  
authorized to execute and file the foregoing certificate  
by the votes cast in person or by proxy of the holders  
of record of two-thirds of the outstanding shares of the  
said trust company entitled to vote thereon at the annual  
meeting of stockholders at which such votes were cast,  
with relation to the proceedings provided for in the  
foregoing certificate; that neither the certificate of  
incorporation nor any other certificate filed pursuant  
to law requires a larger proportion of votes; that such  
votes were cast at a stockholders' meeting held upon  
notice pursuant to section 45 of the Stock Corporation  
Law; and that such meeting was duly called and held at  
No. 342 Fulton Street, Borough of Brooklyn, in the City  
of New York, New York, on the 18th day of January, 1954,  
at 12:00 o'clock noon.

Chester A. Allen  
President

Mary A. Mannix  
Assistant Secretary

Subscribed and sworn to before me  
this 19th day of January, 1954.

Amala J. Law  
Notary Public

Notary Public  
County of Kings  
State of New York  
Term Expires

STATE OF NEW YORK     )  
                              )     ss. :  
COUNTY OF KINGS     )

CHESTER A. ALLEN, being duly sworn, deposes and says:

1. That he, CHESTER A. ALLEN, is President of KINGS COUNTY TRUST COMPANY referred to in the foregoing certificate.

2. That the number of additional shares not resulting from a change of shares which the corporation is thereby authorized to issue is 37,500; the number of such additional shares with par value is 37,500 and the par value thereof is \$40 per share.

3. That the number of shares changed as provided in subparagraph five of paragraph (c) of subdivision two of section thirty-five is 5,000 and the par value thereof is \$100 per share; the number of shares resulting from such change is 12,500 and the par value thereof is \$40 per share.

4. That the number of shares of this corporation not resulting from a change of shares of which the par value has hereby been increased is none.

  
\_\_\_\_\_  
President

Subscribed and sworn to before me  
this 19th day of January, 1954.

  
\_\_\_\_\_  
Notary Public

*State of New York,*  
**Banking Department.**

I, WILLIAM A. LYON, Superintendent of Banks of the State of New York, DO HEREBY APPROVE the annexed certificate entitled "Certificate of Amendment of Certificate of Incorporation of KINGS COUNTY TRUST COMPANY, pursuant to Section Thirty-six of the Stock Corporation Law", providing for increase of capital stock from Five Hundred thousand (500,000) Dollars, consisting of Five thousand (5,000) Shares of the par value of One Hundred (100) Dollars per share, to Two Million (2,000,000) Dollars, consisting of Fifty thousand (50,000) Shares of the par value of Forty (40) Dollars per share.

*Witness my hand and official seal of the Banking Department at the City of Albany;*  
*this 22nd day of January in the Year of our Lord*  
*one thousand nine hundred and fifty-four.*

*William A. Lyon*  
*Superintendent of Banks.*

CERTIFICATE OF AMENDMENT OF CERTIFICATE  
OF INCORPORATION OF THE KINGS COUNTY  
TRUST COMPANY, PURSUANT TO SECTION 36  
OF THE STOCK CORPORATION LAW.

WE, CHESTER A. ALLEN and HAROLD W. SCHAEFER, being respectively the President and the Secretary thereof, hereby CERTIFY:

√ 1. The name of the corporation is KINGS COUNTY TRUST COMPANY.

√ 2. The Certificate of Incorporation was filed in the Office of the Superintendent of Banks on August 6th, 1889.

3. The Certificate of Incorporation is amended to effect one or more of the changes authorized by Subdivision 2 of Section 35 of the Stock Corporation Law, to wit:

(a) to change all of its previously authorized shares with par value into a larger number of shares of lesser par value; to authorize new shares with par value; and to increase the amount of its capital stock in conformity with changes in the number and par value of its shares; and

(b) to increase the number of presently authorized trustees.

√ 4. The Certificate of Incorporation, as heretofore amended, contained the following provision with respect to capital:

"THIRD: The amount of authorized capital stock of said Company is TWO MILLION (\$2,000,000.) DOLLARS divided into FIFTY THOUSAND (50,000) shares of FORTY (\$40.) DOLLARS par value each."

Said provision is hereby amended to read, in full, as follows:

"THIRD: The amount of authorized capital stock of said Company is TWO MILLION TWO HUNDRED THOUSAND (\$2,200,000.) DOLLARS divided into ONE HUNDRED TEN THOUSAND (110,000) shares of TWENTY (\$20.) DOLLARS par value each."

5. The terms upon which each FORTY (\$40.) DOLLAR par value share previously authorized, issued and outstanding, is to be changed into the new TWENTY (\$20.) DOLLAR par value shares, authorized by this Certificate, are as follows:

Each of the previously authorized shares of the Corporation of the par value of FORTY (\$40.) DOLLARS, of which FIFTY THOUSAND (50,000) have been authorized and are issued and outstanding, is hereby changed into two (2) shares of stock now authorized, each to be of the par value of TWENTY (\$20.) DOLLARS.

6. The Certificate of Incorporation of this Corporation (as heretofore and as hereby amended) is hereby further amended so that the number of Trustees of the Company, presently authorized as not less than five (5) nor more than fifteen (15), be changed so that the number of Trustees shall be not less than five (5) nor more than twenty (20).

IN WITNESS WHEREOF, we have made, subscribed and acknowledged this Certificate, in quintuplicate, this \_\_\_\_\_ day of January, 1956.

Subscribed and sworn to before me this \_\_\_\_\_ day of January, 1956.

\_\_\_\_\_  
President

\_\_\_\_\_  
Secretary

Notary Public in and for the State of New York  
My Commission Expires: 1956

Chester A. Allen and Charles W. Johnson, being duly sworn, depose and say, and each for himself, deposes and says: That he, Chester A. Allen, is President of KINGS COUNTY TRUST COMPANY, and he, CHARLES W. JOHNSON, is the Secretary thereof; that they have been duly authorized to execute and file the foregoing Certificate by the votes cast in person in person by a majority of the holders of record of two-thirds of the outstanding shares of the said trust company entitled to vote thereon at the annual meeting of stockholders at which such votes were cast, with relation to the proceedings provided for in the foregoing Certificate; that neither the Certificate of Incorporation nor any other Certificate filed pursuant to law requires a larger proportion of votes; that such votes were cast at a stockholders' meeting held upon notice pursuant to section 45 of the Stock Corporation Law; and that such meeting was duly called and held at No. 342 Fulton Street, Borough of Brooklyn, in the City of New York, State of New York, on the 16th day of January, 1956, at 12:00 o'clock noon.

Subscribed and sworn to before  
me this \_\_\_\_\_ day of January,  
1956.

\_\_\_\_\_  
President

\_\_\_\_\_  
Secretary

\_\_\_\_\_  
Notary Public

STATE OF NEW YORK ( )  
; ss.:  
COUNTY OF KINGS )

CHESTER A. ALLEN, being duly sworn, deposes and says:

1. That he, CHESTER A. ALLEN, is President of KINGS COUNTY TRUST COMPANY, referred to in the foregoing Certificate.

2. That the number of additional shares not resulting from a change of shares which the corporation is thereby authorized to issue is 10,000; the number of such additional shares with par value is 10,000 and the par value thereof is \$20. per share.

3. That the number of shares changed as provided in subparagraph five of paragraph (c) of subdivision two of section thirty-five is 50,000 and the par value thereof is \$40. per share; the number of shares resulting from such change is 100,000 and the par value thereof is \$20. per share.

4. That the number of shares of this Corporation not resulting from a change of shares of which the par value has thereby been increased is none.

Subscribed and sworn to before  
me this \_\_\_\_\_ day of January,  
1957.

\_\_\_\_\_  
President

*State of New York,*  
**Banking Department.**

I, GEORGE A. MOONEY, Superintendent of Banks of the State of New York, DO HEREBY APPROVE the annexed certificate entitled "Certificate of Amendment of Certificate of Incorporation of KINGS COUNTY TRUST COMPANY, pursuant to Section Thirty-six of the Stock Corporation Law," providing for a change of the number and par value of its shares of capital stock, and for an increase of capital stock, from \$2,000,000, consisting of 50,000 shares of capital stock of the par value of \$40 each, to \$2,200,000, consisting of 110,000 shares of the par value of \$20 each; also providing for a change in the number of its directors from the present number of "not less than five (5) nor more than fifteen (15)," to a number "not less than five (5) nor more than twenty(20)."

*Witness my hand and official seal of the Banking Department at the City of Albany;*  
*this 20th day of January in the Year of our Lord*  
*one thousand nine hundred and fifty-six.*

*Superintendent of Banks.*

10/12

CERTIFICATE OF AMENDMENT OF CERTIFICATE  
OF INCORPORATION OF THE KINGS COUNTY  
TRUST COMPANY, PURSUANT TO SECTION 36  
OF THE STOCK CORPORATION LAW.

WE, CHESTER A. ALLEN and HAROLD W. SCHAEFER, being respectively, the President and the Secretary of KINGS COUNTY TRUST COMPANY, hereby CERTIFY:

✓ 1. The name of the corporation is KINGS COUNTY TRUST COMPANY.

✓ 2. The Certificate of Incorporation was filed in the Office of the Superintendent of Banks on August 6th, 1889.

3. The Certificate of Incorporation is amended to effect one or more of the changes authorized by Subdivision 2 of Section 35 of the Stock Corporation Law, to wit: to authorize new shares with par value, and to increase the amount of authorized capital stock in conformity with the change of the number of authorized shares.

4. The Certificate of Incorporation, as heretofore amended, contains the following provision with respect to capital:

"THIRD: The amount of authorized capital stock of said Company is TWO MILLION TWO HUNDRED THOUSAND (\$2,200,000.) DOLLARS divided into ONE HUNDRED TEN THOUSAND (110,000) shares of TWENTY (\$20.) DOLLARS par value each."

Paragraph "THIRD" is hereby amended to read, in full, as follows:

"THIRD: The amount of authorized capital stock of said Company is TWO MILLION FOUR HUNDRED TWENTY THOUSAND (\$2,420,000.) DOLLARS divided into ONE HUNDRED TWENTY-ONE THOUSAND (121,000) shares of TWENTY (\$20.) DOLLARS par value each."

IN WITNESS WHEREOF, we have made, subscribed and

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STATE OF NEW YORK           ( )  
  : ss.:  
COUNTY OF KINGS            )

CHESTER A. ALLEN and HAROLD W. SCHAEFER, being duly sworn, depose and say, and each for himself deposes and says:

That he, CHESTER A. ALLEN, is President of KING COUNTY TRUST COMPANY, and he, HAROLD W. SCHAEFER, is the Secretary thereof; that they have been duly authorized to execute and file the foregoing Certificate by the votes cast in person or by proxy of the holders of record of a majority of the outstanding shares of the said trust company entitled to vote thereon at the annual meeting of stockholders at which such votes were cast, with relation to the proceedings provided for in the foregoing Certificate; that neither the Certificate of Incorporation nor any other Certificate filed pursuant to law requires a larger proportion of votes; that such votes were cast at a stockholders' meeting held upon notice pursuant to Section 45 of the Stock Corporation Law; and that such meeting was duly called and held at No. 342 Fulton Street, Borough of Brooklyn, in the City of New York, State of New York, on the 14th day of January, 1957, at 12:00 o'clock noon.

\_\_\_\_\_  
President

*Harold W. Schaefer*  
\_\_\_\_\_  
Secretary

Subscribed and sworn to  
before me this 15th day  
of January, 1957,

*Arnold J. Adams*  
\_\_\_\_\_  
Notary Public