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FEB 28 1991
IOWA DEPT. OF COMMERCE
SAVINGS AND LOAN DIVISION

ARTICLES OF INCORPORATION
OF
CSBE SAVINGS BANK
A STOCK ASSOCIATION

Section 1. Name and Place of Business. The name of this association shall be CSBE Savings Bank (hereafter referred to as the "Association"). Its principal place of business shall be located at 100 East Main Street, in the City of Manchester, in the County of Delaware, and the State of Iowa.

Section 2. Purpose and Powers. The Association is organized and will operate pursuant to Chapter 534 of the Code of Iowa ("Iowa Code"). Its purpose is to pursue any or all of the lawful objectives of an Iowa association chartered by the Iowa Code and to exercise all the express, implied and incidental powers conferred thereby and by all acts amendatory thereof and supplemental thereto.

Section 3. Duration. The Association shall continue and exist perpetually, unless sooner dissolved in the manner authorized and provided for by the laws of Iowa.

Section 4. Seal. The Association shall not have a corporate seal.

Section 5. Issuance of Stock. The Association shall issue a maximum of one (1) share of Common Stock, $1.00 par value.

Section 6. Designation of Officers. The President, Vice President, Secretary and Treasurer are authorized to sign instruments pertaining to real estate on behalf of the Association.

Section 7. Provisions Limiting Liability of Directors. A director of the Association shall not be personally liable to the Association or its shareholders for monetary damages for breach of fiduciary duty as a director, provided that this provision does not eliminate or limit the liability of a director for any breach of the director's duty of loyalty to the Association or its shareholders, for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, or for any transaction from which the director derives an improper personal benefit.

Section 8. Incorporators. The names and addresses of the incorporators of the Association are as follows:

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FILE No. 81-2174
RECORDING FEE $ 20.00
TRANSFER FEE $

FILED FOR RECORD THE 25 DAY OF March 19 91 AT 10:33
O'CLOCK A. M. BOOK 8 PAGE 94

STATE OF IOWA, DELAWARE COUNTY
Joan Sheppard, Recorder
Art. of Inc.

Name	Address, City, State, Zip
Steve Brady	101 East Union Edgewood, Iowa 52042

Section 9. Board of Directors. The persons on the initial Board of Directors shall consist of the following members of the Association:

Name and Address	Initial Board Term	Expiration of Initial Term
Steve Brady 101 East Union Edgewood, Iowa 52042	One Year	December 31, 1991
Jacqueline Johnson 101 East Union Edgewood, Iowa 52042	One Year	December 31, 1991

Section 10. Registered Agent. The registered agent of the Association shall be Steve Brady, and the registered office shall be located at 101 East Union, Edgewood, Iowa 52042.

Section 11. Certificate of Incorporation. Following the filing of the certificate of incorporation with the Secretary of State, it shall be mailed to Steve Brady, 101 East Union, Edgewood, Iowa 52042.

Section 12. New Powers. The Association shall have the right to participate in any new or additional powers or activities granted by law, immediately upon the effective date of such additional authority.

IN WITNESS WHEREOF, we have signed our names, this 26th day of February, 1991.

NAME	ADDRESS
Steve Brady	101 East Union Edgewood, Iowa 52042

STATE OF IOWA)
) SS:
COUNTY OF POLK)

On this 26 day of February, 1991, before me, a Notary Public in and for said County and State, personally appeared Steve Brady, to me known to be the identical person named in and who executed the within and foregoing instrument, to which this is attached, acknowledged that he executed the same as his voluntary act and deed.

HOWARD O. HAGEN
MY COMMISSION EXPIRES
October 10, 1991

Notary Public in and for the
State of Iowa

STATE OF IOWA)
) SS.
COUNTY OF POLK)

CERTIFICATE

I, James R. Tabor, Superintendent of Savings and Loan Associations for the State of Iowa, hereby certify that the instrument to which this certificate is affixed, is approved as required by Chapter 534, Code of Iowa, 1989. It is also certified that the bylaws of the Association have been approved, that CSBE Savings Bank, to be located in the City of Manchester, State of Iowa, will be an insured association, and that the interest of the public and members have been adequately protected heretofore.

Certified and signed this 1st day of March, 1991.

James R. Tabor
Superintendent of Savings
and Loan Associations
State of Iowa

AFG:AI-CSBE.DOC

FILED in the Office of the Secretary of State of Iowa
By: Steve Brady, 101 E. Union
(Mar 1, 1991) Edgewood, Ia 52042
Cert. No. C71183 ELAINE BAXTER, Secretary of State

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IOWA

TERRY E. BRANSTAD, GOVERNOR

SAVINGS AND LOAN DIVISION
IOWA DEPARTMENT OF COMMERCE

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March 1, 1991

CERTIFICATE OF MERGER

The merger of CSBE Savings Bank, a state-chartered stock savings and loan association located in Manchester, Iowa, and Community Savings Bank, a state-chartered bank located in Edgewood, Iowa, is hereby deemed complete.

The surviving institution shall be Community Savings Bank.

This conversion is effective March 1, 1991.

James R. Tabor

James R. Tabor
Superintendent of Savings and Loans

FILED
03-01-91
SECRETARY OF STATE

200 EAST GRAND AVENUE, SUITE 390 / DES MOINES, IOWA 50309 / 515-281-8432