FILE No. 1995-2226	FILED FOR RECORD THE 31 DAY OF	STATE OF IOWA, CLAYTON COUNTY:
RECORDING FEE $ 26.00	AUGUST, 19 95 AT 11:30	Jean Welsh, Recorder
TRANSFER FEE $ --	O'CLOCK A M.	By ..., Deputy

No. 2270 Filed for record the 15th day of August A.D. 1995 at 9:38 A.M.
Recording Fee $25.00 Beverly Fitch, Cedar County Recorder Book 306 Pages 336-340

104

FILE NO. 1722
BOOK 356 PAGE 104
1995 MAY 26 AM 11:24
Priscilla McCall
PRISCILLA McCLELLAN
RECORDER
ADAIR COUNTY, IOWA
$25.00 + $1.00

State of Iowa, Boone County, ss
FILED FOR RECORD at 10:39 o'clock A.M. Charter No. FIRST
This 5th day of July 1995 BK 673
Joyce Lonergan, Recorder Fee $ 26.00 Pg 109 thru 113
Book 36 Misc Page 2310 845-849
'95 Aug 8- A 9:10
Shirley E. Simmons
By Shirley E. Simmons Deputy
Buena Vista Co. Recorder

FEDERAL STOCK CHARTER
HOMELAND SAVINGS BANK, FSB
WATERLOO, IOWA

Section 1. Corporate Title. The full corporate title of the savings bank is Homeland Savings Bank, FSB. (This title replaces the title of the savings bank originally chartered December 12, 1988 as MidAmerica Savings Bank, FSB.)

Section 2. Office. The home office shall be located at 999 Home Plaza in Waterloo, Iowa.

Section 3. Duration. The duration of the savings bank is perpetual.

Section 4. Purpose and Powers. The purpose of the savings bank is to pursue any or all of the lawful objectives of a Federal savings bank chartered under section 5 of the Home Owners' Loan Act and to exercise all of the express, implied, and incidental powers conferred thereby and by all acts amendatory thereof and supplemental thereto, subject to the Constitution and laws of the United States as they are now in effect, or as they may hereafter be amended, and subject to all lawful and applicable rules, regulations, and orders of the Office of Thrift Supervision ("Office"). In addition, the savings bank may make any investment and engage in any activity as may be specifically authorized by action of the Office, including authorization by delegated authority, in connection with action approving the issuance of the charter.

Section 5. Capital Stock. The total number of shares of all classes of the capital stock which the savings bank has the

6553 FILED
BOOK 794 PAGE 126-130
DATE 7-6-95 TIME 11:43 AM.
CAROL HOL
COUNTY RECORDER
DALLAS CO., IOWA
25.00/1.00

RETURN TO: KRISTIN DARNELL FYDA
NYEMASTER LAW FIRM
1900 HUB TOWER
DES MOINES, IA 50309

104

Bremer County, Iowa
19952380 $26.00
Filed 7/10/95 10:00 AM
Donna Ellison

Art. Inc
INDEX
MARGIN
PROOF
COMPARE

BOOK 794 PAGE 0126
19979

BLACK HAWK COUNTY IOWA:SS
Filed for record Jun 26 1995
at 1:30 P M. and recorded in

FILE No. 156-773	FILED FOR RECORD THE 11 DAY OF	STATE OF IOWA, DELAWARE COUNTY
RECORDING FEE $ 26.00	September, 19 95 AT 11:11	Deborah L. Peyton, Recorder
TRANSFER FEE $	O'CLOCK A M. BOOK 8 PAGE 241	Art. of Inc.

authority to issue is 200,000, all of which shall be common stock with no par value. The shares may be issued from time to time as authorized by the board of directors without the approval of its shareholders, except as otherwise provided in this Section 5 or to the extent that such approval is required by governing law, rule, or regulation. The consideration for the issuance of the shares shall be paid in full before their issuance and shall not be less than the par value. Neither promissory notes nor future services shall constitute payment or part payment for the issuance of shares of the savings bank. The consideration for the shares shall be cash, tangible or intangible property (to the extent direct investment in such property would be permitted to the savings bank), labor, or services actually performed for the savings bank, or any combination of the foregoing. In the absence of actual fraud in the transaction, the value of such property, labor, or services, as determined by the board of directors of the savings bank, shall be conclusive. Upon payment of such consideration, such shares shall be deemed to be fully paid and nonassessable. In the case of a stock dividend, that part of the surplus of the savings bank which is transferred to stated capital upon the issuance of shares as a share dividend shall be deemed to be the consideration for their issuance.

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Except for shares issuable in connection with the conversion of the savings bank from the mutual to stock form of capitalization, no shares of common stock (including shares issuable upon conversion, exchange, or exercise of other

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BOOK X misc 86 PAGE J 231
BOOK 306 PAGE 332

securities) shall be issued, directly or indirectly, to officers, directors, or controlling persons of the savings bank other than as part of a general public offering or as qualifying shares to a director, unless the issuance or the plan under which they would be issued has been approved by a majority of the total votes eligible to be cast at a legal meeting.

The holders of the common stock shall exclusively possess all voting power. Each holder of shares of common stock shall be entitled to one vote for each share held by such holder, except as to the cumulation of votes for the election of directors. Subject to any provision for a liquidation account, in the event of any liquidation, dissolution, or winding up of the savings bank, the holders of the common stock shall be entitled, after payment or provision for payment of all debts and liabilities of the savings bank, to receive the remaining assets of the savings bank available for distribution, in cash or in kind. Each share of common stock shall have the same relative rights as and be identical in all respects with all the other shares of common stock.

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Section 6. Preemptive Rights. Holders of the capital stock of the savings bank shall not be entitled to preemptive rights with respect to any shares of the savings bank which may be issued.

Section 7. Directors. The savings bank shall be under the direction of a board of directors. The authorized number of directors, as stated in the savings bank's bylaws, shall not be fewer than five (5) nor more than twelve (12) except when a greater number is approved by the Director of the Office.

Section 8. Certain Provision Applicable for Five Years. Notwithstanding anything contained in the savings bank's charter or bylaws to the contrary, for a period of five years from the date of completion of the conversion of the savings bank from mutual to stock form, the following provision shall apply:

Call for special meetings. Special meetings of shareholders relating to changes in control of the savings bank or amendments to its charter shall be called only upon direction of the board of directors.

Section 9. Amendment of Charter. Except as provided in Section 5, no amendment, addition, alteration, change or repeal of this charter shall be made, unless such is first proposed by the board of directors of the savings bank, then preliminarily approved by the Office, which preliminary approval may be granted by the Office pursuant to regulations specifying preapproved charter amendments, and thereafter approved by the shareholders by a majority of the total votes eligible to be cast at a legal meeting. Any amendment, addition, alteration, change, or repeal so acted upon shall be effective upon filing with the Office in accordance with regulatory procedures or on such other date as the Office may specify in its preliminary approval.

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Section 10. Effective Date. This Amended Federal Stock Charter shall be effective as of the close of business on December 31, 1994.

Attest:

Secretary of the Savings Bank

HOMELAND SAVINGS BANK, FSB

By: Gregory S. Colvard
President

Attest:

Corporate Secretary of the Office of Thrift Supervision

DIRECTOR OF THE OFFICE OF THRIFT SUPERVISION

By: Jerry Richter
Acting Director

Declared effective this 31st December, 1994.

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BOOK X PAGE 89
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BOOK 306 PAGE 340

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Jun 13 10 56 AM '95

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MARK 550

Fee $26.00

1995RO 1772

BUCHANAN COUNTY IA.
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Jul 13 11 20 AM '95
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BOOK PAGE
JEANNIE SHANNON
RECORDER

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surchg 1 -
26 - pd

Nyemaster Law
1900 Hub Tower
Des Moines (env.)

FILED
BETTY J. WRIGHT
RECORDER
BENTON CO. IOWA

Jun 21 12 06 PM '95

Book 259 Page 368
Fee Paid $ 26.00

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156-773
DELAWARE COUNTY IOWA
FILED

'95 SEP 11 AM 11 11

BOOK 8 PAGE 241
DEBORAH L. PEYTON
DELAWARE CO. RECORDER
$26.00

2226

RECORDED
CLAYTON COUNTY, IOWA

'95 AUG 31 11 30

JEAN WELSH

Fee $26.00 Pd.

RECORDED
COLLEEN FEARCE
CERRO GORDO CO.
MASON CITY, IOWA

95 AUG 21 AM 10: 47

LETITIA M. ROSS
CHICKASAW CO. RECORDER

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RECORDED
INDEXED

AUG 24 AM 8 30

00322

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BOOK 306 PAGE 346-348

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1995 AUG 15 AM 9: 38

Nyemaster Law - Pd.
Des Moines 50309
(envelope)