BANK OFFICES

Lee's Summit Hy-Vee Branch #85	LOBBY: Mon.-Fri. 9:00-7:00 Sat. 9:00-4:00 Sun. 12:00-4:00	MO	310 S.W. Ward Road Lee's Summit, MO 64081 Mail: Lee's Summit AUB	Phn: (816) 524-6337 Fax: (816) 554-2464 Spd: 095
Jenny Fechtel - Manager/Lender: Ext. 6281 Kristoffer Davis - Assistant Manager: Ext. 6282 Ron Williams - AI Rep: Ext. 6061			Bill Hallier - AI Rep.: Ext. 6266 Jason Foust - Reg. 5, RVP: Ext. 6174	
Liberty Hy-Vee Branch #74	LOBBY: Mon.-Fri. 9:00-7:00 Sat. 9:00-4:00 Sun. 12:00-4:00	MO	1332 W. Highway 152 Liberty, MO 64068 Mail: Liberty AUB	Phn: (816) 781-4222 Fax: (816) 781-4464 Spd: 084
Jason Foust - RVP/Manager/Lender: Ext. 6174 Kim Lyle - Assistant Manager: Ext. 6261 Ron Williams - AI Rep: Ext. 6061			Bill Hallier - AI Rep: Ext. 6266	
Lincoln #3 Hy-Vee, NE Branch #37	LOBBY: Mon.-Fri. 9:00-7:00 Sat. 9:00-5:00 Sun. 10:00-3:00	NE	5020 N. 27th Street Lincoln, NE 68521 Mail: Lincoln #3 AUB	Phn: (402) 476-0077 Fax: (402) 476-0513 Spd: 047
Mark Rokes - Manager: Ext. 6276 Jessica Matzner - Lender: Ext. 6224			Terry Johnson - AI Rep: Ext. 6044 Tony Klein - Reg. 3, RVP: Ext. 6163	
Mankato Branch # 84	LOBBY: Mon.-Fri. 9:00-7:00 Sat. 9:00-4:00 Sun. 12:00-4:00	MN	2010 Adams Mankato, MN 56001 Mail: Mankato Hy-Vee	Phn: (507) 388-4951 Fax: (507) 388-5079 Spd: 094
Nikol Terrill - Reg. 6, RVP/Manager/Lender: Ext. 6063 Tina Lisle - Assistant Manager: Ext. 6085				
Marion Branch #15	LOBBY: Mon-Thur 9:00-5:00 Fri. 9:00-6:00 Sat. 9:00-12:00	IA	770 Seventh Avenue Marion, IA 52302-5745 Mail: Marion AUB	Phn: (319) 377-7381 Fax: (319) 377-9117 Spd: 025
Sean Finn - RVP/Manager/Lender: Ext. 6315 Lisa Kelsey - Assistant Manager: Ext. 6115			John Westfall - AI Rep.: Ext. 6215	
Marion Hy-Vee Branch #28	LOBBY: Mon.-Fri. 9:00-7:00 Sat. 9:00-4:00 Sun. 9:00-1:00	IA	3600 Highway 151, Ste. A Marion, IA 52302-6534 Mail: Marion Hy-Vee	Phn: (319) 377-2040 Fax: (319) 377-3475 Spd: 048
Angi Railsback - Manager/Lender: Ext. 6128 Christine Fink - Assistant Manager: Ext. 6244			Sean Finn - Reg. 7, RVP: Ext. 6315	

BANK OFFICES

Marshalltown Hy-Vee Branch #36	LOBBY: Mon.-Fri. 9:00-7:00 Sat. 9:00-4:00 Sun. 9:00-1:00	IA	802 S. Center Street Marshalltown, IA 50158 Mail: Marshalltown AUB	Phn: (515) 752-4959 Fax: (515) 752-4854 Spd: 046
Deborah Wilson - Manager/Lender: Ext. 6136 Janet Dolezal - Assistant Manager: Ext. 6269			Rick Wemark - AI Rep.: Ext. 6171 Sean Finn - Reg. 7, RVP: 6315	
Meiner's Thriftway Branch # 65	LOBBY: Mon.-Fri. 9:00-6:00 Sat. 9:00-4:00 Sun. Closed	KC	3110 Prospect Avenue Kansas City, MO 64128 Mail: Meiner's Thrifway	Phn: (816) 924-7288 Fax: (816) Spd: 075
Sherese Woods - Manager: Ext. 6070 Charline Gray - Assistant Manager: Ext. 6072			Jason Foust - Reg. 5, RVP: Ext. 6174	
Lori Day - RVP/Manager/Reg. 10, RVP: Ext. 6218				
Mt. Vernon Hy-Vee Branch #29	LOBBY: Mon.-Fri. 9:00-7:00 Sat. 9:00-4:00 Sun. 9:00-1:00	IA	4035 Mt. Vernon Rd., S.E. Cedar Rapids, IA 52403 Mail: Mt. Vernon AUB	Phn: (319) 366-4474 Fax: (319) 366-5330 Spd: 039
John Hill - Manager/Lender: Ext. 6129 Rachel Trumblee - Assistant Manager: Ext. 6245			Sean Finn - Reg. 7, RVP: Ext. 6315	
Muscatine Hy-Vee Branch #13	LOBBY: Mon.-Fri. 9:00-7:00 Sat. 9:00-4:00 Sun. 9:00-1:00	IA	2400 2nd Avenue Muscatine, IA 52761 Mail: Muscatine AUB	Phn: (319) 263-3169 Fax: (319) 262-8969 Spd: 023
John Hemmen - Manager/Lender: Ext. 6123 Kelly Willet - Assistant Manager: Ext. 6125			Steve Quigley - Reg. 2, RVP: Ext. 6164	
Normandy Plaza Hy-Vee Branch #60	LOBBY: Mon.-Fri. 9:00-7:00 Sat. 9:00-4:00 Sun. 10:00-2:00	IA	1990 Grand Avenue West Des Moines, IA 50265 Mail: Normandy Plaza HV	Phn: (515) 225-6361 Fax: (515) 225-0844 Spd: 070
Mike Palnovich - Manager/Lender: Ext. 6235 Kevin Hough - Assistant Manager: Ext. 6274			Brian Cose - AI Rep.: Ext. 6066 Mari Lynn Barsetti - Reg. 1, RVP: Ext. 6101	

BANK OFFICES

Omaha Hy-Vee Applewood Branch #92	LOBBY: Mon.-Fri. 9:00-7:00 Sat. 9:00-5:00 Sun. 10:00-3:00	NE	9707 Q Street Omaha, NE 38127 Mail: Applewood AUB	Phn: (402) 339-2846 Fax: (402) 339-2909 Spd: 102
Daniel Ertz - Manager/Lender: Ext. 6192 TBD - Assistant Manager: Ext. 6257			Terry Johnson - AI Rep.: Ext. 6044 Tony Klein - Reg. 3, RVP: Ext. 6163	
Omaha Hy-Vee Oakview Branch # 86	LOBBY: Mon.-Fri. 9:00-7:00 Sat. 9:00-5:00 Sun. 10:00-3:00	NE	3405 Oakview Drive Omaha, NE 68144 Mail: Oakview AUB	Phn: (402) 758-9164 Fax: (402) 758-9368 Spd: 096
Barbara Gust - Manager/Lender: Ext. 6186 Kimberly Charborad - Assistant Manager: Ext. 6255			Terry Johnson - AI Rep.: Ext. 6044 Tony Klein - Reg. 3, RVP: Ext. 6163	
Omaha Hy-Vee Peony Park Branch # 54	LOBBY: Mon.-Fri. 9:00-7:00 Sat. 9:00-5:00 Sun. 10:00-3:00	NE	7910 Cass Street Omaha, NE 68114 Mail: Peony Park AUB	Phn: (402) 384-9105 Fax: (402) 384-8753 Spd: 064
Mark Doubrava - Manager: Ext. 6154 Terry Haun - Assistant Manager: Ext. 6253			Tony Klein - Reg. 3, RVP: Ext. 6163 Terry Johnson - AI Rep.: Ext 6044	
Omaha Hy-Vee Stockyards Branch #93	LOBBY: Mon.-Fri. 9:00-7:00 Sat. 9:00-5:00 Sun. 10:00-3:00	NE	3505 L Street Omaha, NE 68107 Mail: Stockyards AUB	Phn: (402) 731-8661 Fax: (402) 731-9880 Spd: 103
Beverly Hill - Manager/Lender: Ext. 6193 Amy Graham - Assistant Manager: Ext. 6258			Terry Johnson - AI Rep: Ext. 6044 Tony Klein - Reg. 3, RVP: Ext. 6163	
Omaha Hy-Vee Westridge Branch #91	LOBBY: Mon.-Fri. 9:00-7:00 Sat. 9:00-4:00 Sun. 10:00-3:00	NE	747 N. 132nd Street Omaha, NE 68154 Mail: Westridge AUB	Phn: (402) 493-6325 Fax: (402) 493-6697 Spd: 101
James Murphy - Manager/Lender: Ext. 6191 Virginia Ceglar - Assistant Manager: Ext. 6256			Terry Johnson - AI Rep: Ext. 6044 Tony Klein - Reg. 3, RVP: Ext. 6163	
Oskaloosa Hy-Vee Branch # 12	LOBBY: Mon.-Fri. 9:00-7:00 Sat. 9:00-4:00 Sun. 9:00-1:00	IA	110 South D St., Office 100 Oskaloosa, IA 52577-2711 Mail: Oskaloosa AUB	Phn: (515) 673-8631 Fax: (515) 673-3703 Spd: 022
Matt Watters - Manager: Ext. 6118 Karen Powell - Assistant Manager: Ext. 6112 Jolyn Carlson - Lender: Ext 6119			Matt Watters - AI Rep.: Ext. 6209 Steve Quigley - Reg. 2, RVP: Ext. 6164	

BANK OFFICES

Ottumwa **Hy-Vee** **Branch # 14**	LOBBY: Mon.-Fri. 9:00-7:00 Sat. 9:00-4:00 Sun. 9:00-1:00	IA	1025 North Quincy Avenue Ottumwa, IA 52501 **Mail: Ottumwa AUB**	Phn: (515) 683-3161 Fax: (515) 683-3841 Spd: 024
Jolyn Carlson - Manager/Lender: Ext. 6119 Carole Black - Assistant Manager: Ext. 6114			Matt Watters - AI Rep.: Ext. 6209 Steve Quigley - Reg. 2, RVP: Ext. 6164	
Overland Park **Hy-Vee** **Branch #81**	LOBBY: Mon.-Fri. 9:00-7:00 Sat. 9:00-4:00 Sun. 12:00-4:00	KS	8900 W. 135th Street Overland Park, KS 66213 **Mail: Overland Park AUB**	Phn: (913) 897-2957 Fax: (913) 897-5258 Spd: 091
Jason Moxness - Manager/Lender: Ext. 6212 Kim Glidden - Assistant Manager: Ext. 6262 Ron Williams - AI Rep.: Ext. 6061			Bill Hallier - AI Rep.: Ext. 6266 Jason Moxness - Reg. 12, RVP: Ext. 6212	
Overland Park **Hy-Vee, #3** **Branch # 83**	LOBBY: Mon.-Fri. 9:00-7:00 Sat. 9:00-4:00 Sun. 12:00-4:00	KS	6801 W. 91st Street Overland Park, KS 66212 **Mail: Overland Park #3**	Phn: (913) 652-0032 Fax: (913) 652-0037 Spd: 093
Vonda Clanton - Manager/Lender: Ext. 6013 Genna Blumberg - Assistant Manager: Ext. 6069 Ron Williams - AI Rep.: Ext. 6061			Bill Hallier - AI Rep.: Ext. 6266 Jason Moxness - Reg. 12, RVP: Ext. 6212	
Shawnee Hy-Vee Branch #56	LOBBY: Mon.-Fri. 9:00-7:00 Sat. 9:00-4:00 Sun. 12:00-4:00	KS	13550 W. 63rd Street Shawnee, KS 66216 Mail: Shawnee AUB	Phn: (913) 631-3100 Fax: (913) 631-2420 Spd: 066
Mark Bozich - Manager/Lender: Ext. 6156 Tracy St. John - Assistant Manager: Ext. 6263 Ron Williams - AI Rep.: Ext. 6061			Bill Hallier - AI Rep.: Ext. 6266 Jason Moxness - Reg. 12, RVP: Ext. 6212	
Southdale Branch #10	LOBBY: Mon-Thur 9:00-5:00 Fri. 9:00-5:30 Sat. 9:00-12:00 DRIVE-UP Mon-Thur 9:00-5:00 Fri. 9:00-6:00 Sat. 9:00-12:00	IA	4910 Southeast 14th Street Des Moines, IA 50320-1604 Mail: Southdale AUB	Phn: (515) 287-3377 Fax: (515) 287-2473 Spd: 020
TBD - Manager: Ext. 6110 Shannon Hommer - Assistant Manager: Ext. 6236 Jon Ollendick - Lender: Ext. 6310			Jason Pleggenkuhle - AI Rep.: Ext. 6210 Amy Kirsch - Jr. Lender: Ext. 6196 Mari Lynn Barsetti - Reg. 1, RVP: Ext. 6101	

Hy-Vee

Dillons

BANK OFFICES

S.E. 14th Hy-Vee Branch #31	LOBBY: Mon.-Fri. 9:00-7:00 Sat. 9:00-4:00 Sun. 10:00-2:00	IA	3221 S.E. 14th Street Des Moines, IA 50320-1331 Mail: SE 14th AUB	Phn: (515) 284-1729 Fax: (515) 284-0427 Spd: 041
Tim Duffy - Manager/Lender: Ext. 6410 Tracy Mouzakis - Assistant Manager: Ext. 6237			Mari Lynn Barsetti - Reg. 1, RVP: Ext. 6101 Jason Pleggenkuhle - AI Rep.: Ext. 6210	
Springfield Dillons Battlefield Road Branch #68	LOBBY: Mon.-Fri. 9:00-7:00 Sat. 9:00-4:00 Sun. 12:00-4:00	MO	1707 West Battlefield Road Springfield, MO 65807-4109 Mail: Battlefield Rd. AUB	Phn: (417) 889-8882 Fax: (417) 889-8954 Spd: 078
Todd Brierly - Manager/Lender: Ext. 6168 Lisa Markle - Assistant Manager: Ext. 6264			Mark Mills - AI Rep.: Ext. 6153 Scott Mitchell - Reg. 4, RVP: Ext. 6162	
Springfield Dillons St. Louis Branch #72	LOBBY: Mon.-Fri. 9:00-7:00 Sat. 9:00-4:00 Sun. 12:00-4:00	MO	1260 E. St. Louis Springfield, MO 65802-4109 Mail: St. Louis AUB	Phn: (417) 869-2912 Fax: (417) 869-3539 Spd: 082
Patty Rowland - Manager/Lender: Ext. 6172 Susan Medcalf - Assistant Manager: Ext. 6265			Mark Mills - AI Rep.: Ext. 6153 Scott Mitchell - Reg. 4, RVP: Ext. 6162	
Springfield Dillons West Kearney Branch # 69	LOBBY: Mon.-Fri. 9:00-7:00 Sat. 9:00-4:00 Sun. 12:00-4:00	MO	1831 West Kearney Springfield, MO 65803-1646 Mail: West Kearney AUB	Phn: (417) 869-6709 Fax: (417) 869-7342 Spd: 079
Mary Westfall - Manager/Lender: Ext. 6169 Russell Smiley - Assistant Manager: Ext. 6267			Mark Mills - AI Rep.: Ext. 6153 Scott Mitchell - Reg. 4, RVP: Ext. 6162	
Springfield National Branch #62	LOBBY: Mon-Thur 9:00-5:00 Fri. 9:00-6:00 Sat. 9:00-12:00 DRIVE-UP: Mon.-Fri. 7:00-7:00 Sat. 9:00-1:00	MO	3570 South National Springfield, MO 65804 Mail: Sprfld National AUB	Phn: (417) 891-1700 Fax: (417) 891-1746 Spd: 072
Robyn Thomas - Manager: Ext. 6102 Bob Feeney - Lender: Ext. 6170 Jenny Tiede - Jr. Lender: Ext. 6097			Mark Mills - AI Rep.: Ext. 6153 Scott Mitchell - Reg. 4, RVP: Ext. 6162	

BANK OFFICES

Storm Lake Hy-Vee Branch #39	LOBBY: Mon.-Fri. 9:00-7:00 Sat. 9:00-4:00 Sun. 9:00-1:00	IA	1250 North Lake Avenue P.O. Box 699 Storm Lake, IA 50588-0699 Mail: Storm Lake AUB	Phn: (712) 732-6690 Fax: (712) 732-6786 Spd: 049
Tracee Dierenfield - Manager/Lender: Ext. 6139 Dawn Trowbridge - Assistant Manager: Ext. 6249			Tony Klein - Reg. 3, RVP: Ext. 6163	
Urbandale Branch #05	LOBBY: Mon.-Fri. 9:00-5:00 Sat. 9:00-12:00 DRIVE-UP Mon.-Fri. 7:30-6:00 Sat. 9:00-12:00	IA	8300 Douglas Avenue Urbandale, IA 50322-2902 Mail: Urbandale AUB	Phn: (515) 270-8054 Fax: (515) 278-1761 Spd: 015
Deb Ditzenberger - Manager: Ext. 6107 Brenda Hemsted - Assistant Manager: Ext. 6238 Bob Doyle - Lender: Ext. 6301			John Sprank - AI Rep.: Ext. 6205 Mari Lynn Barsetti - Reg. 1, RVP: Ext. 6101	
Watertown Hy-Vee Branch #79	LOBBY: Mon.-Fri. 9:00-7:00 Sat. 9:00-4:00 Sun. 12:00-4:00	SD	1320 9th Avenue SE Watertown, SD 57201 Mail: Watertown AUB	Phn: (605) 882-9639 Fax: (605) 882-9637 Spd: 089
TBD - Manager/Lender: Ext. 6179 Sandi Friske - Assistant Manager: Ext. 6254			Nikol Terrill - Reg. 6, RVP: Ext. 6063	

Please notify Michelle Smith at 515-283-3332 of all changes.

Annex B

CF BOARD OF DIRECTORS
02/10/98

Mr. Talton (Tal) K. Anderson
Term Expires: 2000
Res: 677 N. 56th St.
Omaha, NE 68132

Mr. William (Bill) A. Fitzgerald
Term Expires: 1999
Res: 681 N. 57th St.
Omaha, NE 68132

Mr. Michael P. Glinsky
Term Expires: 1999
Res: 2071 Interlocken Drive
Evergreen, CO 80439

Mr. Robert (Bob) F. Krohn
Term Expires: 1999
Res: 1427 S. 85th Ave.
Omaha, NE 68124

Mr. Carl (Carl) G. Mammel
Term Expires: 1998
Res: 9765 Frederick St.
Omaha, NE 68124

Mrs. Sharon (Sharon) G. Marvin
Term Expires: 1998
Res: 1330 S. 79th St.
Omaha, NE 68124

Mr. Robert (Bob) S. Milligan
Term Expires: 1998
Res: 2633 S. 24th St.,
Lincoln, NE 68502

Mr. James (Jim) P. O'Donnell
Term Expires: 2000
Res: 15724 Leavenworth
Omaha, NE 68118

Dr. Michael (Mike) T. O'Neil
Term Expires: 2000
Res: 1150 S. 185th Circle
Omaha, NE 68130

Mr. Robert (Bob) D. Taylor
Term Expires: 1999
Res: 1517 Foliage Court
Wichita, KS 67206

Mr. Aldo J. Tesi
Term Expires: 1998
Res: 15219 Hickory
Omaha, NE 68144

The foregoing Articles of Combination and Plan of Merger have been filed with the Corporate Secretary of the Office of Thrift Supervision, and endorsed pursuant to Section 552.13(j) of the Rules and Regulations for Federal Associations (12 C.F.R. § 552.13(j)), to be effective at 5:00 p.m. on July 31, 1998.

OFFICE OF THRIFT SUPERVISION
Department of the Treasury

By: Nadine Y. Washington
Nadine Y. Washington
Corporate Secretary