* 1598

)Filed for Record May 16th A.D. 1904 at 8:30 o'clk A. M.
Articles of Incorporation of) W. H. Vance,
Saint Charles Savings Bank.) Recorder.

Know all Men by these Presents:

That we, the undersigned, all of lawful age and citizens of the State of Iowa, do hereby associate ourselves and all others who may be associated with us and succeed us into a body corporate, under the provisions of Chapter Ten (10), Title Nine (9), of the Code of Iowa, 1897, and all acts amendatory thereto, and to that end do adopt the following Articles of Incorporation, making the foregoing a part thereof:

Article I.

Name.

The name of this Corporation shall be Saint Charles Savings Bank.

Article II.

Place of Business.

The principal place of business of said Bank shall be in the Town of Saint Charles, in the County of Madison and State of Iowa.

Article III.

Object and Powers.

The object of this corporation is to transact the business of a savings bank, under the provisions of the acts referred to in the preamble;-and in the prosecution of said business it shall have, exercise and possess all the powers usually incident to savings banks, among which are the following:

1. To sue and be sued.
2. To have a corporate seal and alter it at pleasure;
3. To purchase, hold, sell, convey, and release from trust or mortgage real and personal estate as provided by the laws of Iowa; the right to buy and hold reality is, however, subject to the Statutory limitations.
4. To appoint such officers, agents, employes and servants as the business of the corporation shall require, to define their powers, prescribe their duties, fix their compensation, and to require of them such securities as may be proper for the performance of their duties;
5. To loan and invest the funds of the corporation, to receive deposits of money, to loan and invest the same as provided by the laws of Iowa and to repay such deposits without interest, or with such interest as the by-laws or articles may provide;
6. To make by-laws for the management and regulation of the corporation, its property and affairs, prescribing the condition on which the deposits will be received and interest paid thereon, and the time and manner of dividing the profits and for carrying on all business within its powers.

Article IV.

Capital Stock.

The amount of the capital stock of the corporation shall be Ten Thousand Dollars ($10,000.00) divided into One Hundred shares of One Hundred Dollars ($100.00) each, and to be fully paid in money before it shall transact any business.

Article V.

Duration.

This corporation shall commence business upon the issuance of its Certificate by the Auditor of State and shall continue for fifty (50) years, unless sooner dissolved by law or by a three-fourths vote of all the stockholders in interest.

Article VI.

Management.

The business and property of this corporation shall be managed by a Board composed of not less than five (5) or more than nine (9) Directors, all of whom shall be shareholders, and at least three-fourths of them shall be citizens of the State of Iowa. A majorty of the directors shall constitute a quorum for the transaction of business, but in no case shall a measure be declared carried unless having received three affirmative votes. The following persons shall be directors until the first annual election: J. G. Olmstead, J. D. Whisenand, W. B. Brown, H. F. Gross, Edwin A. Nye and W. E. Coffin, all of whose post office address is Des Moines, Iowa, also E. B. Cochrane and Francis Power whose post office address is Saint Charles, Iowa.

Officers.

The officers of the bank shall be a President, one or two Vice-Presidents, a Cashier and an Assistant Cashier, and the following shall be the officers until the first annual election:

Officers.	P. O. Address.
President, J. G. Olmstead.	Des Moines, Iowa.
Vice President Francis Power,	Des Moines, Iowa.
Cashier, W. A. Tris,	Saint Charles, Iowa,

The Assistant Cashier may be chosen by the Directors after the organization of the bank.

Article VII.

Vacancies in Board of Directors.

All vacancies in the Board of Directors shall be filled at its next regular meeting after such vacancies shall arise from among the stockholders, and the person receiving a majority of the votes of the whole number of directors shall be duly elected to fill such vacancies. The directors to succeed those named in the Auditor's certificate shall be elected at the first annual meeting thereafter, at such time and place, in such manner and upon such notice as shall be provided by the by-laws and shall hold office until their successors are elected and qualified, which shall be annually thereafter.

Article VIII.

Annual Meeting.

The annual meeting of the stockholders shall be held on the second Wednesday in January of each year, at which meeting the Board of Directors shall be elected and such other business transacted as may properly come before it.

At all meetings of Stockholders each owner and holder of stock shall be entitled to one vote for each share of stock held by him, which vote he may cast in person or by written proxy.

Article IX.

Election of Officers.

The new Board of Directors shall meet immediately after the annual stockholder's meeting and choose the officers of the Bank for the ensuing year and fix their compensation for such time.

Article X.

Indebtedness.

This corporation shall not, nor shall its directors or trustees, contract any debt or liability against the Bank for any purpose whatever, except for deposits and the necessary expenses of managing and transacting its business, and to pay obligations incurred for the purpose of obtaining money with which to pay deposits.

Article XI.

Exemption of Stockholders.

The private property of the stockholders shall be exempt from the debts of the corporation except as provided by the Code of Iowa.

Article XII.

By-Laws.

The Board of Directors may make and alter the by-laws and rules for the regulation of the business of the Bank.

Article XIII.

Amendments.

These articles may be amended in whole or in part at any regular or special meeting of the stockholders, but to effect the same there must be cast in the affirmative a vote of two-thirds in amount of all stock of the Bank; provided, that a notice of such proposed amendment shall be published once a week for four consecutive weeks before the time fixed in some newspaper in general circulation in Madison County, Iowa, which notice shall specify the object of the meeting and the time and place where it is to be held; and a certificate of proceedings shall be executed, signed and acknowledged by the chairman and secretary of the meeting, and a majority of the directors, and filed and recorded the same as the original articles of incorporation; and a notice stating the substance of the amendment or amendments adopted, shall be published as required at the organization of the corporation.

Article XIV.

Transfer of Stock.

The shares of stock of this bank shall be transferable, but no transfer thereof shall be of any validity until duly entered upon the books of the bank, and not until all indebtedness of the holder or owner to the bank, if any, is paid, and the bank shall have a first and paramount lien upon the stock of each holder or owner for such indebtedness.

Article XV.

Certificates of Stock and Instruments to be Acknowledged.

All certificates of stock shall be signed by the President and countersigned by the Cashier, and all instruments required by law to be in writing and acknowledged shall be signed and acknowledged by the Cashier, or, in the case of his absence or inability, by the President, and this power shall include the releasing of mortgages upon the margin of the records in the proper office.

Witness our hands at Des Moines, Iowa, this 14th day of May, A.D. 1904.

W. A. Tris	Edwin A. Nye
W. B. Brown	J. F. Kratzer
H. F. Gross	H. B. Hedge
Frank S. Dunshee	J. D. Whisenand
Edwin Hult	

State of Iowa, Polk County,)SS:

Be it Remembered, that on this 14 day of May, A.D. 1904, before me, the undersigned, a Notary Public in and for Polk County, Iowa, personally came W. A. Tris, Edwin A. Nye, W. B. Brown, J. F. Kratzer, H. F. Gross, H. B. Hedge, Frank S. Dunshee, J. D. Whisenand & Edwin Hult personally to me known to be of lawful age, citizens of the State of IOwa and the identical persons who signed the foregoing Articles of Incorporation, and severally acknowledged the execution thereof to be their voluntary act and deed for the purposes therein set forth.

NOTARIAL SEAL.

F. L. Walker
Notary Public in and for Polk County, Iowa.