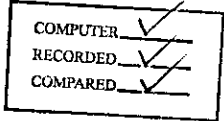


MICHELLE "MICKI" UTSLER, COUNTY RECORDER  
MADISON IOWA



Prepared By: Gene Richardson, MetaBank West Central, 615 S Division St  
Stuart IA 50250 (515) 523-2203

Return to: *MetaBank West Central, PO Box 97, Casey, Ia 50048*

**AFFIDAVIT EXPLANATORY OF TITLE**

STATE OF IOWA )  
) ss:  
BUENA VISTA COUNTY)

The undersigned, Ronald J. Walters, after first being duly sworn on oath, states:

1. I am an officer of a financial institution now known as MetaBank West Central, and which institution was formerly known as Security State Bank. I have the authority to make and file this Affidavit on behalf of such financial institution.
2. I have personal knowledge of the facts stated in this Affidavit and I am competent to testify to such facts.
3. This Affidavit relates to a financial institution formerly known as:  
  
Security State Bank
4. By appropriate action of the Board of Directors and sole shareholder, the name of such financial institution was changed, effective at the close of business on January 28, 2005 to:  
  
MetaBank West Central
5. Whenever the names "Security State Bank" or "MetaBank West Central" appear in the chain of title to any land, mortgage or other document in any county in which this Affidavit is filed, such references are to one and the same financial institution. MetaBank West Central is a continuation of Security State Bank and is not a new entity.

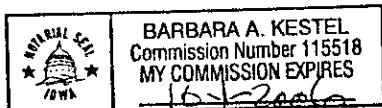
Date: 28 day of February, 2005

METABANK WEST CENTRAL



*Ronald J. Walters*  
\_\_\_\_\_  
Ronald J. Walters  
Secretary

On this 28 day of February, 2005, before me, a Notary Public in and for said county and state, personally appeared Ronald J. Walters to me personally known, who being by me duly sworn did state that he is the Secretary for MetaBank West Central, formerly known as Security State Bank, that the seal affixed to this instrument is the seal of said corporation and that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and that the said Ronald J. Walters acknowledged the execution of said instrument to be the voluntary act and deed of him and said corporation by it and by him voluntary executed.



*Barbara A. Kestel*  
\_\_\_\_\_  
Notary Public in and for said County  
and State

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Prepared By: Gene Richardson, MetaBank West Central, 615 S Division St  
Stuart IA 50250 (515) 523-2203

85068

RECEIVED  
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Adair  
ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
SECURITY STATE BANK

APPROVED  
THOMAS B. GRONSTAL  
SUPERINTENDENT OF BANKING

JAN 26 2005

By: *Shawn Swick*

521957 AMEN62 550.00 DAMC 705

Pursuant to the provision of Section 524.1501 of the Code of Iowa, the undersigned state bank adopts the following Articles of Amendment to its Articles of Incorporation:

ARTICLE I

The name of the state bank is Security State Bank. The location of its principal place of business is 615 South Division Street, Stuart, Adair County, Iowa.

The effective date of its Renewed, Amended and Substituted Articles of Incorporation was the 21st day of January, 1975.

ARTICLE II

The following amendment to the Articles of Incorporation was adopted by the shareholders of the state bank:

Article I of the Articles of Incorporation is hereby deleted and substituted in lieu thereof is the following:

"Article I. The name of the state bank shall be MetaBank West Central."

ARTICLE III

The foregoing amendment was adopted at a special meeting of the sole shareholder held at Fifth at Erie, Storm Lake, Iowa on June 16, 2004. Notice of the meeting was waived by the sole shareholder's attendance at the meeting.

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ARTICLE IV

The number of shares of the state bank outstanding at the time of such adoption was Fifteen Thousand (15,000) shares of common stock; and the number of shares entitled to vote thereon was Fifteen Thousand (15,000) shares of common stock.

ARTICLE V

The designation and number of outstanding shares of each class entitled to vote thereon as a class were as follows:

<u>CLASS</u>	<u>NUMBER OF SHARES</u>
COMMON	15,000

ARTICLE VI

The number of shares voted for such amendment was Fifteen Thousand (15,000); and the number of shares voted against such amendment was Zero (0).

ARTICLE VII

The effective date of the amendment is January 28, 2005.

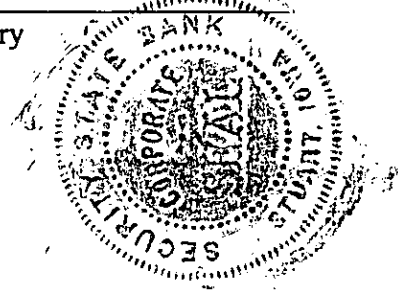
SECURITY-STATE BANK

By: I. Eugene Richardson, Jr., President

By: Ronald J. Walters, Secretary

Dated January 19, 2005

(Signed by two duly authorized officers.)



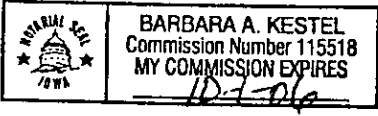
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State of Iowa )  
County of Benevolence )

On this 19 day of January, 2005, before me, a Notary Public in and for the State of Iowa personally appeared I. Eugene Richardson Jr. and Ronald J. Walters, to me personally known, (Name) (Name) who, being by me duly sworn, did say that they are the President and Secretary, respectively, of the (Title) (Title) corporation executing the within and foregoing instrument; that (the seal affixed thereto is the seal of the corporation or the corporation has no seal); that said instrument was signed (and sealed) on behalf of the corporation by the authority of its Board of Directors; and that I. Eugene Richardson, Jr. and Ronald J. Walters, as officers, acknowledged the execution of said instrument to be the voluntary act and deed of the corporation, by it and by them voluntarily executed.

Barbara A. Kestel  
Notary Public in and for said county and state



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*Filed Copy*

*KMZ Rosenman  
Attn: Sarah Filler  
525 W Monroe St Ste #1600  
Chicago, Ill 60661-3093*

60339496v2

FILED  
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Amendment to Articles of Incorporation Page 3

