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MICHELLE UTSLER  
RECORDER  
MADISON COUNTY, IOWA

COMPUTER ✓  
RECORDED ✓  
COMPALED ✓

✓ PREPARED BY & RETURN TO: SUSAN ANDERSON (402) 898-2416  
✓ COMMERCIAL FEDERAL MORTGAGE CORP.  
ACQUISITIONS/ASSIGNMENTS  
450 REGENCY PKWY, 02-WEST  
OMAHA, NE 68114

AFFIDAVIT

STATE OF NEBRASKA )  
                          ) ss.  
COUNTY OF DOUGLAS )

R. A. CAMPBELL, BEING FIRST DULY SWORN ON OATH, DEPOSES AND SAYS AS  
FOLLOWS:

I HEREBY CERTIFY THE FOREGOING ARTICLES OF COMBINATION OF  
COMMERCIAL FEDERAL BANK, A FEDERAL SAVINGS BANK AND AMERUS  
BANK IS A TRUE AND ACCURATE COPY OF THE DOCUMENT FILED WITH  
THE CORPORATE SECRETARY OF THE OFFICE OF THRIFT SUPERVISION,  
AND ENDORSED PURSUANT TO 12 C.F.R. SECTION 552.13 OF THE RULES  
AND REGULATIONS FOR FEDERAL ASSOCIATIONS EFFECTIVE ON THE 31ST  
DAY OF JULY, 1998.

COMMERCIAL FEDERAL BANK,  
A FEDERAL SAVINGS BANK

R.A. CAMPBELL, SENIOR VICE PRESIDENT

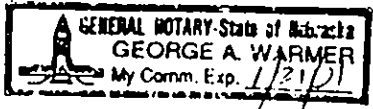


STATE OF NEBRASKA )  
                          )  
COUNTY OF DOUGLAS)

On October 6, 1998 before me, George A. Warner, personally appeared R.A. Campbell, personally known  
to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he  
executed the same in his authorized capacity, and that by his signature on the instrument the person, or the  
entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Signature



# Office of Thrift Supervision

Department of the Treasury



*I certify that annexed hereto are true copies of documents described below made from records of the Office of Thrift Supervision, Department of the Treasury, successor to the Federal Home Loan Bank Board. Said records are in the official custody of the Dissemination Branch, Records Management and Information Policy Division, and are maintained in its offices at 1700 G Street, Northwest, Washington, District of Columbia.*

*Copy of the Articles of Combination and Plan Merger between Commerical Federal Bank, A Federal Savings Bank, Omaha, Nebraska merging with and into AmerUs Bank, Des Moines, Iowa dated July 31, 1998.*

*Signed in Washington, District of Columbia, and the Seal of the Office of Thrift Supervision affixed, this 21st day of August, 1998*

*Celia Winter*

Celia Winter  
 Manager, Dissemination Branch  
 Office of Thrift Supervision



ARTICLES OF COMBINATION  
and  
PLAN OF MERGER

These Articles of Combination and Plan of Merger (the "Bank Plan of Merger") are made and entered into this 11th day of February, 1998, between Commercial Federal Bank, A Federal Savings Bank, a federally chartered savings bank (the "Bank"), and AmerUs Bank, a federally chartered savings bank (the "Company").

WITNESSETH

WHEREAS, Commercial Federal Corporation, a Nebraska corporation ("Buyer"), the Bank, AmerUs Group Co., an Iowa corporation ("Seller"), and the Company have entered into a Stock Purchase Agreement, dated as of February 11, 1998 (the "Agreement");

WHEREAS, pursuant to the Agreement, Buyer will acquire all of the issued and outstanding capital stock of the Company from Seller, and thereafter the Company will merge with and into the Bank, with the Bank being the surviving bank in such merger;

WHEREAS, the Bank has 8,977,560 shares (the "Bank Shares") of common stock outstanding, \$.01 par value per share, and the Company has 250,000 shares (the "Company Shares") of common stock outstanding, \$.01 par value per share;

WHEREAS, following consummation of the purchase of the Company Shares pursuant to the Agreement, all of the issued and outstanding Bank Shares and all of the issued and outstanding Company Shares will be voted by Buyer, as the sole shareholder thereof, in favor of the merger of the Company with and into the Bank upon the terms and subject to the conditions set forth herein and in the Agreement; and

WHEREAS, Buyer intends for the Merger (defined below) to qualify as a reorganization within the meaning of Section 368(a)(1)(A) and 368(a)(1)(D) of the Code by virtue of the application of Treasury Regulation Section 1.338-2(c)(3);

NOW, THEREFORE, in consideration of the foregoing and the respective representations, warranties, covenants and agreements set forth herein and in the Agreement, the parties hereto hereby agree as follows:

ARTICLE 1  
DEFINITIONS

Except as otherwise provided herein, the capitalized terms set forth below shall have the following meanings:

1.1. "EFFECTIVE TIME" shall mean the date and time at which the merger contemplated by this Bank Plan of Merger becomes effective as provided in Section 2.2 hereof.

1.2. "OTS" shall mean the Office of Thrift Supervision.

ARTICLE 2  
TERMS OF THE MERGER

2.1. THE MERGER

(a) Subject to the terms and conditions set forth in the Agreement, as soon as practicable following the Closing (as defined in the Agreement) and at the Effective Time, Buyer shall cause the Company to be merged (the "Merger") with and into the Bank pursuant to 12 U.S.C. §§ 1467(a)(s), 1815(d)(3) and 1828(c) and § 552.13 of the rules and regulations of the OTS promulgated thereunder, and the separate existence of the Company shall thereupon cease, the Bank shall be the surviving institution in the Merger and shall retain the name "Commercial Federal Bank, A Federal Savings Bank" (sometimes hereinafter referred to as the "Surviving Bank"), the home office of the Surviving Bank shall be the existing home office of the Bank and each branch office of the Bank and the Company shall become a branch office of the Surviving Bank (the location of such home office and each such branch office being set forth on Annex A attached hereto), all savings accounts of the Bank and the Company shall become savings accounts of the Surviving Bank, all of the Bank's rights, privileges, powers, immunities, purposes and franchises shall continue unaffected by the Merger and the Bank shall continue at the effective time of the Merger to be regulated by the OTS.

(b) At the Effective Time, by virtue of the Merger and without any action on the part of the holder thereof, (i) each Company Share issued and outstanding immediately prior to the Effective Time shall cease to be outstanding and shall be canceled and (ii) the Bank Shares issued and outstanding immediately prior to the Effective Time shall remain outstanding and shall be unchanged after the Merger and shall immediately thereafter constitute all of the issued and outstanding capital stock of the Surviving Bank.

## 2.2. EFFECTIVE TIME

The Merger shall become effective as of the date specified in the endorsement of this Bank Plan of Merger, as the Articles of Merger, by the Secretary of the OTS.

## 2.3. CHARTER

The charter of the Bank in effect as of the Effective Time shall be the charter of the Surviving Bank on and after the Effective Time until duly amended in accordance with applicable law.

## 2.4. BY-LAWS

The by-laws of the Bank in effect as of the Effective Time shall be the by-laws of the Surviving Bank on and after the Effective Time until duly amended in accordance with applicable law and with the charter and by-laws thereof.

## 2.5. DIRECTORS AND OFFICERS

On and after the Effective Time, until changed in accordance with the charter and by-laws of the Surviving Bank, the officers and directors of the Bank immediately prior to the effective time shall be the officers and directors, respectively, of the Surviving Bank and shall hold office in accordance with the charter and by-laws of the Surviving Bank. The name, residence address and term of each such Bank director, as of the date hereof, subject to change by due corporate process of the Bank prior to the Effective Time, is set forth on Annex B attached hereto.

## ARTICLE 3 MISCELLANEOUS

### 3.1. AMENDMENTS AND TERMINATION

To the extent permitted by law, this Bank Plan of Merger may be amended by subsequent writing signed by the parties hereto upon the approval of the board of directors of each of the parties hereto. This Bank Plan of Merger shall terminate upon termination of the Agreement if no Closing shall have occurred.

### 3.2. SUCCESSORS

This Bank Plan of Merger shall be binding on the successors of the Bank and the Company.

At the Effective Time, the stock transfer books of the Company shall be closed and no transfer of Company Shares

shall thereafter be made. If, after the Effective Time, certificates representing Company Shares are presented to Buyer, they shall be canceled.

In accordance with the procedures set forth in the rules and regulations of the OTS and other applicable law, the Bank and the Company have caused this Bank Plan of Merger to be executed by their duly authorized representatives on the date indicated.

ATTEST:

COMMERCIAL FEDERAL BANK, A FEDERAL SAVINGS BANK

By: [Signature]  
Name:  
Title:

By: [Signature]  
Name:  
Title:

ATTEST:

AMERUS BANK

By: \_\_\_\_\_  
Name:  
Title:

By: \_\_\_\_\_  
Name:  
Title:

shall thereafter be made. If, after the Effective Time, certificates representing Company Shares are presented to Buyer, they shall be canceled.

In accordance with the procedures set forth in the rules and regulations of the OTS and other applicable law, the Bank and the Company have caused this Bank Plan of Merger to be executed by their duly authorized representatives on the date indicated.

ATTEST:

COMMERCIAL FEDERAL BANK, A FEDERAL SAVINGS BANK

By: \_\_\_\_\_  
Name:  
Title:

By: \_\_\_\_\_  
Name:  
Title:

ATTEST:

AMERUS BANK

By: Haurie F. Tremmel By:  
Name: Haurie F. Tremmel  
Title: Executive Assistant

Marcia S. Hanson  
Name: MARCIA S. HANSON  
Title: PRESIDENT & CHIEF EXECUTIVE OFFICER

## COMMERCIAL FEDERAL - LIST OF BRANCHES

## ANNEX A

## NEBRASKA

<b>1 44th &amp; Farnam</b> Kenny Hill 4444 Farnam St. Omaha, NE 68131 Phone 402-554-5690 FAX 402-554-9486	<b>10 20th &amp; Harney</b> Cindy Fairman 1921 Harney St. Omaha, NE 68102 Phone 402-554-9250 FAX 402-554-9252	<b>21 70th &amp; Adams</b> Rebela Swenson 3045 N. 70th St. Lincoln, NE 68507 Phone 402-473-0765 FAX 402-464-0479	<b>33 Fremont</b> Cindi Lehmann 1330 E 23rd St. Fremont, NE 68028 Phone 402-727-7521 FAX 402-727-0516
<b>2 24th &amp; L</b> Charla Knapp 4724 S. 24th St. Omaha, NE 68107 Phone 402-554-9300 FAX 402-554-9305	<b>11 96th &amp; L</b> Mike Becker 4860 S. 96th St. Omaha, NE 68127 Phone 402-390-5280 FAX 402-390-5282	<b>22 36th &amp; Q</b> Caroline Wilson 3805 Q St. Omaha, NE 68107 Phone 402-554-9375 FAX 402-731-4886	<b>36 Columbus</b> Chuck Gonka 2714 23rd St. Columbus, NE 68601 Phone 402-564-7181 FAX 402-564-2508
<b>3 138th &amp; Q</b> Judy Weler 13737 Q. St. Omaha, NE 68137 Phone 402-390-5285 FAX 402-896-9946	<b>12 84th &amp; Giles</b> Sharon Neall 8125 S. 84th St. LaVista, NE 68128 Phone 402-390-8309 FAX 402-331-8309	<b>23 Eagle Run</b> Kevin Straub 13506 W. Maple Rd. Omaha, NE 68164 Phone 402-390-5340 FAX 402-493-8680	<b>37 Tower</b> Nancy Dudgeon 2120 S. 72nd St. Omaha, NE 68124 Phone 402-390-2804 FAX 402-390-2809
<b>4 Benson</b> Karen Foster 5901 NW Radial Hwy Omaha, NE 68104 Phone 402-554-9333 FAX 402-553-8549	<b>13 156th &amp; Center</b> Christy Tieljen 2725 S. 156th St Omaha, NE 68130 Phone 402-390-5146 FAX 402-330-3029	<b>24 Bellevue</b> Cyndi Buettel 505 Galvin Rd. Bellevue, NE 68005 Phone 402-554-9425 FAX 402-731-4424	<b>42 38th &amp; Normal</b> Heidi Johnson 3800 Normal Blvd. Lincoln, NE 68506 Phone 402-434-8640 FAX 402-434-8648
<b>5 85th &amp; Dodge</b> Matt Bierman 8510 W. Dodge Rd. Omaha, NE 68114 Phone 402-390-5190 FAX 402-392-0570	<b>15 87th &amp; Center</b> Nancy Dudgeon 8707 W. Center Rd. Omaha, NE 68124 Phone 402-554-9451 FAX 402-392-2413	<b>25 16th &amp; South</b> Kerry Wilson 2103 S. 16th St. Lincoln, NE 68502 Phone 402-473-0773 FAX 402-473-0774	<b>43 Williamsburg</b> Deb DeWitt 5700 Village Blvd. Lincoln, NE 68516 Phone 402-434-8660 FAX 402-434-8669
<b>6 30th &amp; Ames</b> Cheryl Johnson 4503 N. 30th St. Omaha, NE 68111 Phone 402-554-9222 FAX 402-554-9428	<b>16 13th &amp; O</b> Lindy Hoelling 1314 O St. Lincoln, NE 68508 Phone 402-473-0707 FAX 402-473-0730	<b>26 Kearney</b> Norm Pavel 4407 2nd Ave. Kearney, NE 68847 Phone 308-234-4511 FAX 308-236-6411	<b>47 North Platte</b> Kent Patterson 301 W. 4th St. North Platte, NE 69101 Phone 308-534-9400 FAX 308-534-0257
<b>7 Norfolk</b> Jane Parker 602 Norfolk Ave Norfolk, NE 68701 Phone 402-371-8400 FAX 402-371-7348	<b>17 56th &amp; O</b> Nancy Russo 5555 O St. Lincoln, NE 68510 Phone 402-473-0800 FAX 402-473-0802	<b>27 So. Sioux City</b> Robyn Hansen 1001 Dakota Ave. So. Sioux City, NE 68776 Phone 402-494-4777 FAX 402-494-1383	<b>48 Havelock</b> Pam Schmidt 6345 Havelock Ave. Lincoln, NE 68507 Phone 402-434-8620 FAX 402-434-8624
<b>8 122nd &amp; Center</b> Geri Moloney 12255 W. Center Rd. Omaha, NE 68144 Phone 402-390-5370 FAX 402-330-1608	<b>18 Old Mill</b> OPEN 11207 W. Dodge Rd. Omaha, NE 68154 Phone 402-554-9362 FAX 402-554-9369	<b>31 Grand Island</b> Michelle Callahan 3301 W. State St. Grand Island, NE 68803 Phone 308-384-4310 FAX 308-384-1901	
<b>9 90th &amp; Maple</b> Sally Klingforth 3520 N. 90th St. Omaha, NE 68134 Phone 402-390-5225 FAX 402-573-1489	<b>20 Beatrice</b> John Blas 633 N. 6th St. Beatrice, NE 68310 Phone 402-228-3445 FAX 402-223-2168	<b>32 50th &amp; Grover</b> Barb Vick 5007 Grover St. Omaha, NE 68106 Phone 402-554-9550 FAX 402-551-1891	



COMMERCIAL FEDERAL - LIST OF BRANCHES

IOWA

<p><b>703 Harlan</b> Carla Beckendorf 712 Durant St. Harlan, IA 51537 Phone 712-755-2188 FAX 712-755-7590</p>	<p><b>716 Bloomfield</b> Dave Yahnke 105 N. Washington Bloomfield, IA 52537 Phone 515-664-1112 FAX 515-664-1116</p>	<p><b>726 Grundy Center</b> Jim Harris 502 G. Ave. Grundy Center, IA 50638 Phone 319-824-6556 FAX 319-824-3864</p>	<p><b>Lamoni Express</b> Alan Elfson 2090 E. Main Lamoni, IA 50140 Phone 515-784-6961 FAX 515-784-8765</p>
<p><b>704 Boone</b> Dean Boeltcher 715 8th St. Boone, IA 50038 Phone 515-432-1220 FAX 515-432-1688</p>	<p><b>717 Boone Express</b> Linda Bollenbaugh 1616 S. Story St. Boone, IA 50036 Phone 515-432-0099 FAX 515-432-0088</p>	<p><b>727 Hanlontown</b> Becky Bartusek 110 Main St. Hanlontown, IA 50444 Phone 515-896-2265 FAX</p>	<p><b>736 Manly</b> John Bleakney 116 E. Elmore Manly, IA 50456 Phone 515-454-2255 FAX 515-454-2805</p>
<p><b>705 Carroll</b> Scott Bellis 109 E. 7th St. Carroll, IA 51401 Phone 712-792-4397 FAX 712-792-5863</p>	<p><b>718 Britt</b> Robin Kudej 576 N. Main Ave. Britt, IA 50423 Phone 515-843-4499 FAX 515-843-4140</p>	<p><b>728 Iowa Falls</b> Larry Iles 902 Washington Ave. Iowa Falls, IA 50126 Phone 515-648-6080 FAX 515-648-6069</p>	<p><b>Manly Drive Up</b> John Bleakney 109 S. Todd Manly, IA 50456 Phone 515-454-2255 FAX</p>
<p><b>706 Lake City</b> Randy Finer 106 N. Illinois Lake City, IA 51449 Phone 712-464-3153 FAX 712-464-1026</p>	<p><b>719 Clear Lake</b> Tim Esbeck 300 1st Ave. N. Clear Lake, IA 50428 Phone 515-357-6161 FAX 515-357-3522</p>	<p><b>729 Johnston</b> Keri Hoch 5721 Merle Hay Road Johnston, IA 50131 Phone 515-270-2001 FAX 515-270-0093</p>	<p><b>738 Mason City</b> Thomas Quinlan 100 E. State St. Box 851 Mason City, IA 50401 Phone 515-423-2457 FAX 515-423-2518</p>
<p><b>707 Madrid</b> Norma Shepard 114 S. Kennedy Madrid, IA 50156 Phone 515-795-2244 FAX 515-795-3883</p>	<p><b>721 Cresco</b> Mark Bohle 200 2nd Ave. SW Cresco, IA 52136 Phone 319-547-3375 FAX 319-547-1746</p>	<p><b>730 Kellerton</b> Alan Elfson Main &amp; Ringold Kellerton, IA 50133 Phone 515-783-2522 FAX</p>	<p><b>739 Mason City South</b> Thomas Quinlan 1620 S. Federal Mason City, IA 50401 Phone 515-423-6270 FAX</p>
<p><b>708 Manning</b> Gerl Spies 304 Main St. Manning, IA 51455 Phone 712-653-3516 FAX 712-653-2809</p>	<p><b>722 Dumont</b> Bruce Harris 511 Main St. Dumont, IA 50625 Phone 515-857-3204 FAX 515-857-3236</p>	<p><b>731 Kensett</b> Korrine Olson 216 5th St. Kensett, IA 50448 Phone 515-845-2260 FAX</p>	<p><b>743 Mason City SW</b> Thomas Quinlan 1305 4th St. SW Mason City, IA 50401 Phone 515-423-2734 FAX 515-423-0132</p>
<p><b>709 Ogden</b> Joie Lonergan 338 W. Walnut Ogden, IA 50212 Phone 515-275-4501 FAX 515-275-4502</p>	<p><b>723 Fonda</b> Carla Lindgren 212 Main St., Box 502 Fonda, IA 50540 Phone 712-288-4421 FAX 712-359-2304</p>	<p><b>732 Klemme</b> Julie Packard-Knutson 100 e. Main St., Box 278 Klemme, IA 50449 Phone 515-587-2202 FAX 515-587-3501</p>	<p><b>744 Monticello</b> Julia Schroeder 111 E. First St. Monticello, IA 52310 Phone 319-465-5408 FAX 319-465-6121</p>
<p><b>714 Ackley</b> Marge Schurmann 420 1/2 Sherman Ave. Ackley, IA 50601 Phone 515-847-2400 FAX 515-847-3400</p>	<p><b>724 Forest City</b> Thomas Buck 102 N. Clark Forest City, IA 50436 Phone 515-582-4141 FAX 515-582-4134</p>	<p><b>733 Lake Mills</b> Neil Fell 106 W. Main St. Lake Mills, IA 50450 Phone 515-592-0041 FAX 515-592-0040</p>	<p><b>745 Palmer</b> Dyanne Poppen 528 Hansen Ave., Box 148 Palmer, IA 50571 Phone 712-359-2297 FAX</p>
<p><b>715 Belmont</b> Julie Packard-Knutson 120 E. Main St. Box 306 Belmont, IA 50421 Phone 515-444-3965 FAX 515-444-7024</p>	<p><b>Forest City Drive Up</b> Tom Hromatka 135 W. "J" St. Forest City, IA 50436 Phone 515-582-4141 FAX</p>	<p><b>734 Lamoni</b> Alan Elfson Main &amp; Linden Lamoni, IA 50140 Phone 515-784-6926 FAX 515-784-8765</p>	<p><b>746 Persia</b> Caarla Beckendorf 109 Main St. Persia, IA 51563 Phone 712-488-2425 FAX</p>

## COMMERCIAL FEDERAL - LIST OF BRANCHES

IOWA - continued

<b>747 Pisgah</b> Joe Farley 120 First St. Pisgah, IA 51564 Phone 712-456-2291 FAX	<b>756 Urbandale</b> Marty Trepp 3800 100th St. Urbandale, IA 50322 Phone 515-334-0444 FAX 515-334-9071	<b>761 Des Moines Skywalk</b> Melissa Junkins 2 Ruan Building 601 Locust St., Suite 201 Des Moines, IA 50309 Phone 515-243-1400 FAX 515-247-2200
<b>748 Pocahontas</b> Gena Westcott 11 W. Elm Ave., Box 68 Pocahontas, IA 50574 Phone 712-335-3526 FAX 712-335-3816	<b>767 Waukee</b> Larry Crannell 85 4th St. Waukee, IA 50263 Phone 515-987-9733 FAX 515-987-9739	<b>774 Cedar Rapids - DT</b> Theresa Blong 700 First Avenue NE Cedar Rapids, IA 52401 Phone 319-366-1851 FAX 319-298-5540
<b>749 Polk City</b> Rene Locker 303 W. Broadway Polk City, IA 50226 Phone 515-984-9152 FAX 515-984-9156	<b>758 West Des Moines</b> Laurie Briggs 5987 Ashworth Road West Des Moines, IA 50266 Phone 515-223-9850 FAX 515-223-9857	<b>776 Cedar Rapids - Lindale</b> Debra Berg 4444 First Avenue NE Cedar Rapids, IA 52402 Phone 319-393-7700 FAX 319-393-7716
<b>753 Pomeroy</b> Lynn Johnson 118 W Main St. Box 60 Pomeroy, IA 50575 Phone 712-468-2262 FAX 712-468-2722	<b>759 Winterset</b> Karen Collins 113 S. John Wayne Dr. Winterset, IA 50273 Phone 515-462-5090 FAX 515-462-9308	<b>778 Cedar Rapids - Westdale</b> Judy Toy 3730 Williams Blvd SW Cedar Rapids, IA 52404 Phone 319-396-4240 FAX 319-396-4242
<b>754 Rockwell City</b> John Udelhofen 319 Main St. Rockwell City, IA 50469 Phone 515-822-4828 FAX 515-822-4848	<b>760 Woodbine</b> Ken Waite 425 Walker St. Woodbine, IA 51579 Phone 712-647-2301 FAX 712-647-2362	<b>777 Cedar Rapids - N. River Village</b> Robin Berry 5000 Edgewood Rd. NE Cedar Rapids, IA 52411 Phone 319-393-8693 FAX 319-393-8609
<b>755 Thompson</b> Julie Olson 155 Jackson St. Thompson, IA 50478 Phone 515-584-2275 FAX 515-584-2575	<b>Woodbine Drive Up</b> Ken Waite 405 Lincoln Way Woodbine, IA 51579 Phone 712-647-2301 FAX	<b>775 Iowa City</b> Mary Merulla 301 S. Clinton St. Iowa City, IA 52240 Phone 319-338-9751 FAX 319-338-3319

COMMERCIAL FEDERAL - LIST OF BRANCHES

KANSAS

<p><b>39 Lenexa</b> Nick Beal 13080 W. 87th Pkwy Lenexa, KS 66215 Phone 913-894-1191 FAX 913-541-0165</p>	<p><b>561 Kinsley</b> Alan Query 101 E 10th SUPO Box 129 Kinsley, KS 67547 Phone 316-659-2181 FAX 316-659-3707</p>	<p><b>663 Dodge City</b> Carl Willis 400 Frontview Dodge City, KS 67801 Phone 316-225-4147 FAX 316-227-9872</p>	<p><b>671 Hutchinson</b> Joyce Zerger 829 E. 30th Hutchinson, KS 67501 Phone 316-662-1269 FAX 316-662-5832</p>
<p><b>553 Wichita NE</b> Keith Geist 3055 N. Rock Rd. Wichita, KS 67226 Phone 316-634-3800 FAX 316-634-1146</p>	<p><b>582 Lewis</b> Ron Lindberg 217 Main St. Lewis, KS 67552 Phone 316-324-5531 FAX 316-324-5516</p>	<p><b>657 Salina</b> Lynda Boon 2040 S. Ohio Salina, KS 67401 Phone 785-452-9975 FAX 785-452-9172</p>	<p><b>673 McPherson</b> Debbie Sheets 822 N. Main St. McPherson, KS 67460 Phone 316-241-4468 FAX 316-241-4495</p>
<p><b>554 Derby</b> Christina Stovall 300 N. Rock Rd. Derby, KS 67037 Phone 316-788-9800 FAX 316-788-9823</p>	<p><b>563 Newton</b> Susan Davis 100 W 12th / PO Box 465 Newton, KS 67114 Phone 316-283-7310 FAX 316-283-7201</p>	<p><b>658 Topeka</b> Jerry Brown 1535 SW Fairlawn Topeka, KS 66604 Phone 785-228-1133 FAX 785-228-1130</p>	<p><b>680 Wellington</b> Cliff Goggans 119 S. Washington Wellington, KS 67152 Phone 316-326-5929 FAX 316-326-7969</p>
<p><b>555 Augusta</b> Nita Allen 1420 N Ohio / PO Box 518 Augusta, KS 67010 Phone 316-775-2208 FAX 316-775-0727</p>	<p><b>564 Great Bend West</b> Darrell Touslee 4808 W. 10th St. Great Bend, KS 67530 Phone 316-793-4783 FAX 316-793-4784</p>	<p><b>661 Lyndon</b> Carolyn Holland 730 Topeka Lyndon, KS 66451 Phone 785-828-4421 FAX 785-828-3544</p>	<p><b>681 Arkansas City</b> Cliff Goggans 125 N. Summit Arkansas City, KS 67005 Phone 316-442-8500 FAX 316-442-6900</p>
<p><b>556 Burdett</b> Dale Millington 303 Elm St. Burdette, KS 67523 Phone 316-525-6216 FAX 316-525-6218</p>	<p><b>565 Wichita DT</b> Damn Brungardt 255 N Main / PO Box 2639 Wichita, KS 67201 Phone 316-264-4133 FAX 316-264-7476</p>	<p><b>662 Mission</b> Donna Montague 6283 Nall Ave. Mission, KS 66202 Phone 913-362-8900 FAX 913-362-0634</p>	<p><b>682 Colby</b> Dennis Dye 360 N. Franklin Colby, KS 67701 Phone 785-462-8791 FAX 785-462-6794</p>
<p><b>557 El Dorado</b> Maryln Harvey 405 N. Main El Dorado, KS 67042 Phone 316-321-2700 FAX 316-321-0159</p>	<p><b>566 Wichita NW</b> Brad Heyen 2123 N. Maize Rd. Wichita, KS 67212 Phone 316-729-7999 FAX 316-729-9201</p>	<p><b>663 Iola</b> Kathy Haar 120 E. Madison Iola, KS 66749 Phone 316-365-7666 FAX 316-365-5534</p>	<p><b>683 Oberlin</b> JoAnn Shuler 101 N. Penn Oberlin, KS 67749 Phone 785-475-3011 FAX 785-475-3627</p>
<p><b>558 Ellinwood</b> Shelly Jones Hwy 56 &amp; Humbolt Ave. Ellinwood, KS 67526 Phone 316-564-2900 FAX 316-564-3284</p>	<p><b>567 Wichita West</b> Donna Gilbert 762 N. West St. Wichita, KS 67203 Phone 316-948-0202 FAX 316-948-0192</p>	<p><b>664 Ottawa</b> Kay Larrick 700 S. Main Ottawa, KS 66067 Phone 785-242-2804 FAX 785-242-7831</p>	<p><b>684 Greensburg</b> Roberta Stauth 202 S. Main Greensburg, KS 67054 Phone 316-723-2781 FAX 316-723-2084</p>
<p><b>559 Great Bend</b> Darrell Touslee 1222 Kansas Ave., Box 89 Great Bend, KS 67530 Phone 316-792-1771 FAX 316-792-7665</p>	<p><b>568 Winfield</b> Chris Simmons 1113 S. Main / PO Box 530 Winfield, KS 67156 Phone 316-221-3830 FAX 316-221-0163</p>	<p><b>689 Overland Park</b> Martin Fries 9400 Antioch Rd. Overland Park, KS 66212 Phone 913-642-3030 FAX 913-642-6328</p>	<p><b>686 Wamego</b> Elouise Jahnke 6th &amp; Lincoln Wamego, KS 66547 Phone 785-456-2001 FAX 785-456-9151</p>
<p><b>560 Larned</b> Mel Holopirek Hwy 156 &amp; Santa Fe St. Larned, KS 67550 Phone 316-285-2163 FAX 316-525-6218</p>	<p><b>569 Winfield-Dillons</b> April Goodell 2310 S. Main Winfield, KS 67158 Phone 316-221-0158 FAX 316-221-8972</p>	<p><b>670 Garden City</b> Jon Iraik 1301 E. Kansas Ave. Garden City, KS 67846 Phone 316-276-7000 FAX 316-276-2718</p>	<p><b>687 Osage City</b> Carolyn Holland 505 Market St. Osage City, KS 66523 Phone 785-528-3321 FAX 785-528-3863</p>

COMMERCIAL FEDERAL - LIST OF BRANCHES

KANSAS - continued

688 Fredonia Paul Woerth 733 Madison Fredonia, KS           66738 Phone 316-378-4411 FAX 316-378-3039
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COMMERCIAL FEDERAL - LIST OF BRANCHES

OKLAHOMA

**609 Edmond**  
Denise Manning  
901 W. Edmond Rd.  
Edmond, OK 73003  
Phone 405-348-8701  
FAX 405-330-4636

**618 Windsor Hills**  
Jason Bell  
5401 NW 23rd St.  
Oklahoma City, OK 73127  
Phone 405-946-3526  
FAX 405-946-7489

**629 Seminole**  
Sandy Kiker  
1907 N. Mill Phillips  
Seminole, OK 74868  
Phone 405-382-1907  
FAX 405-382-1238

**610 89th & Penn**  
Carl Gray  
1600 SW 89th St.  
Oklahoma City, OK 73159  
Phone 405-691-8874  
FAX 405-691-0214

**619 Ponca Main**  
Glenda Phillips  
400 E. Central  
Ponca City, OK 74601  
Phone 405-765-2442  
FAX 405-765-5048

**611 Ardmore**  
Sherry Hanson  
321 N. Commerce  
Ardmore, OK 73401  
Phone 405-226-3290  
FAX 405-226-3294

**620 Ponca Plaza**  
Debbie Loch  
1417 E. Hartford  
Ponca City, OK 74604  
Phone 405-767-0655  
FAX 405-762-2751

**612 Bartlesville**  
Scott Wilson  
100 SE 4th  
Bartlesville, OK 74003  
Phone 918-336-6670  
FAX 918-336-6673

**621 Tulsa Southeast**  
Brent Byers  
6100 E. 51st St.  
Tulsa, OK 74135  
Phone 918-664-2640  
FAX 918-664-2548

**613 Cushing**  
Jennifer Nuttle  
421 E. Main  
Cushing, OK 74023  
Phone 918-225-4440  
FAX 918-225-4444

**622 Tulsa Utica**  
Quantell Ferguson  
2201 E. 21st St.  
Tulsa, OK 74114  
Phone 918-745-6666  
FAX 918-745-6081

**614 Enid**  
Kurt Trindle  
701 W. Broadway  
Enid, OK 73701  
Phone 405-233-3200  
FAX 405-233-0688

**625 Ada Broadway**  
Don Griffith  
301 S. Broadway  
Ada, OK 74820  
Phone 405-332-2057  
FAX 405-332-0233

**615 NW Expressway**  
Brent Byers  
5757 NW Expressway  
Oklahoma City, OK 73132  
Phone 405-722-0959  
FAX 405-722-0994

**626 Ada Main**  
Don Griffith  
608 E. Main  
Ada, OK 74820  
Phone 405-332-2910  
FAX 405-332-2087

**616 Penn Plaza**  
Pam Oelke  
5603 N. Pennsylvania  
Oklahoma City, OK 73112  
Phone 405-848-3354  
FAX 405-843-8490

**627 Bixby**  
Stacey Haas  
11845 S. Memorial Dr  
Bixby, OK 74008  
Phone 918-369-6505  
FAX 918-369-6508

**617 Quall Creek**  
Maria Mustin  
12401 N. May Ave.  
Oklahoma City, OK 73120  
Phone 405-755-9797  
FAX 405-755-9824

**628 Norman**  
Karen Offolter  
2122 W. Main  
Norman, OK 73069  
Phone 405-447-3211  
FAX 405-447-3269

## COMMERCIAL FEDERAL - LIST OF BRANCHES

## COLORADO

<b>800 Denver Downtown</b> Lisa Spatafore 600 17th St. Suite #100N Denver, CO 80202 Phone 303-629-5232 FAX 303-331-3661	<b>809 Arvada</b> Gloria Auringer 7355 Ralston Rd., Bldg 1 Arvada, CO 80002 Phone 303-421-5950 FAX 303-423-3586	<b>834 Villa Italia</b> OPEN 7111 W. Alameda Ave., # E Lakewood, CO 80226 Phone 303-233-8705 FAX 303-331-3761
<b>801 Broomfield</b> Dawn DeMicco One Garden Center Broomfield, CO 80020 Phone 303-469-1912 FAX 303-331-3539	<b>810 Wheat Ridge</b> Deborah Davidson 7575 W. 44th Ave. Wheat Ridge, CO 80033 Phone 303-422-8044 FAX 303-431-8344	<b>839 Southwest Plaza</b> Jim Cook 9111 W. Bowles Ave. Littleton, CO 80123 Phone 303-932-3007 FAX 303-932-3017
<b>802 Longmont</b> Shirley Choury 700 5th Ave. Longmont, CO 80501 Phone 303-776-3653 FAX 303-776-3658	<b>814 Ft. Collins</b> Shirley Choury 181 Boardwalk Dr., Suite #101 Fort Collins, CO 80525 Phone 970-225-2982 FAX 970-225-3916	<b>852 Englewood</b> Kingsley Nsobundu 3531 S. Logan St., Suite A Englewood, Co 80110 Phone 303-761-2537 FAX 303-331-3698
<b>803 Loveland</b> Nancy Roelfs 303 E. 6th St. Loveland, CO 80537 Phone 970-667-5150 FAX 970-669-7164	<b>815 Aurora Mall</b> Bryan Walkins 700 S. Abilene St. Aurora, CO 80012 Phone 303-337-5311 FAX 303-331-3616	
<b>804 Greeley</b> Peggy Sterner 1111 11th St. Greeley, CO 80631 Phone 970-353-2640 FAX 970-352-2773	<b>816 Tamarac</b> Stan Holtan 7995 E. Hampden Ave. Denver, CO 80231 Phone 303-750-3161 FAX 303-331-3751	
<b>805 Westland</b> John Klipka 10425 W. Colfax Lakewood, CO 80215 Phone 303-232-8532 FAX 303-238-1963	<b>817 Southglenn</b> John Weber 6941 S. University Blvd. Littleton, CO 80122 Phone 303-795-7500 FAX 303-331-3736	
<b>806 University Hills</b> Scott Hilli 2720 S. Colorado Blvd. #700 Denver, CO 80222 Phone 303-757-3387 FAX 303-331-3756	<b>821 Arapahoe Plaza</b> Naomi Dickerson 7310 E. Arapahoe Rd. Englewood, CO 80112 Phone 303-331-3680 FAX 303-331-3672	
<b>807 Bear Valley</b> Nancy Boldiszar 3102 S. Sheridan Blvd. Denver, CO 80227 Phone 303-936-7311 FAX 303-331-3626	<b>828 Cherry Creek</b> Connie Wells 2 Steele St. Denver, CO 80206 Phone 303-331-3500 FAX 303-331-3589	
<b>808 Northglenn</b> Carole Frank 10393 N. Huron St. Denver, CO 80221 Phone 303-451-0434 FAX 303-331-3716	<b>830 Windsor Gardens</b> Todd Hagan 330 S. Dayton St. Denver, CO 80231 Phone 303-340-2820 FAX 303-340-2822	

COMMERCIAL FEDERAL - LIST OF BRANCHES

ARIZONA

453 Green Valley  
Cathy Pakulis  
180 W. Continental Rd. #170  
Green Valley, AZ 85614  
Phone 520-625-7788  
FAX 520-625-1811

454 Tucson East  
Jeff Wallers  
5151 E. Broadway Blvd #130  
Tucson, AZ 85711  
Phone 520-745-5700  
FAX 520-745-3028

455 Tucson Main  
Linda Harris  
7225 N. Oracle Rd.  
Tucson, AZ 85704  
Phone 520-544-4700  
FAX 520-544-4706

456 Tucson Saddlebrooke  
Sharlene Tzystuck  
63701 E. Saddlebrooke Blvd.  
Suite A  
Tucson, AZ 85710  
Phone 520-825-8285  
FAX 520-825-8148

457 Tucson Speedway  
Teresa Gomez  
7901 E. Speedway Blvd.  
Tucson, AZ 85710  
Phone 520-733-1000  
FAX 520-733-1001

458 Tucson Sun City  
Patty Croswel  
1171 Rancho Vistoso Blvd.  
Sun City Tucson  
Tucson, AZ 85737  
Phone 520-825-2600  
FAX 520-825-2621

459 Tucson Voyager  
Leslee Kleiss  
8701 S. Kolb Rd.  
Tucson, AZ 85706  
Phone 520-633-0897  
FAX 520-633-0893

COMMERCIAL FEDERAL - LIST OF BRANCHES

MINNESOTA

375 Rochester
Mike Maggert
500 Crossroads Dr SW
Rochester, MN 55902
Phone 507-280-9455
Fax 507-529-1050



*Attachment for  
 Section 4.15(a)(6)  
 Item 2 & 5*

**AMERUS BANK LISTING**

**Administrative Offices: 418 Sixth Avenue, 10th Floor  
 Des Moines, IA 50309**

12/97

**TO REACH ANY OF THE INDIVIDUALS LISTED AT THEIR EXT.  
 NUMBERS, PLEASE DIAL 1-800-800-7032**

<b>BANK OFFICES</b>				
801 Grand Branch #01	LOBBY: Mon.-Fri. 7:15-5:00	IA	801 Grand Ave. Skywalk Level Des Moines, IA 50309-8010  Mail: 801 Grand AUB	Phn: (515) 246-0141 Fax: (515) 246-0280 Spd: 011
Carole Mazzie - Manager: Ext. 6106 Carlene Zabawa - AI Rep: Ext. 6201 Jason Joyness - Jr. Lender: Ext. 6065		Brian Jass - Lender: Ext. 6200 Mari Lynn Barsetti - Reg. 1 RVP: Ext. 6101		
901 Grand Branch #01	DRIVE-UP: Mon.-Fri. 7:15-5:30	IA	901 Grand Des Moines, IA 50309-2807  Mail: 901 Grand AUB	Phn: (515) 288-1597 Fax: (515) 288-1797 Spd: 111
Carole Mazzie - Manager: Ext. 6106 Carlene Zabawa - AI Rep: Ext. 6201 Jason Joyness - Jr. Lender: Ext. 6065		Brian Jass - Lender: Ext. 6200 Mari Lynn Barsetti - Reg. 1 RVP: Ext. 6101		
<i>Hy-Vee</i> Albert Lea Branch # 75	LOBBY: Mon.-Fri. 9:00-7:00 Sat. 9:00-4:00 Sun. 12:00-4:00	MN	2708 Bridge Avenue Albert Lea, MN 56007  Mail: Albert Lea Hy-Vee	Phn: (507) 377-5002 Fax: (507) 377-5014 Spd: 085
Rhonda Fisher - Manager: Ext. 6077 Joyce Stenzel - Assistant Manager: Ext. 6081		Nikol Terril - Reg 6, RVP: Ext. 6063		
Ames Branch #04	LOBBY: Mon.-Fri. 9:00-5:00 Sat. 9:00-12:00	IA	525 Main Ames, IA 50010-6008  Mail: Ames AUB	Phn: (515) 292-8664 Fax: (515) 232-3791 Spd: 014
Norm Skadburg - Manager/Lender: Ext. 6104 Doug Johnson - Assistant Manager: Ext. 6229		Tom Meek - AI Rep.: Ext. 6161 Mari Lynn Barsetti - Reg. 1, RVP: Ext. 6101		

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BANK BRANCHES				
<i>Hy-Vee</i> Ankeny Hy-Vee Branch #30	LOBBY: Mon.-Fri. 9:00-7:00 Sat. 9:00-4:00 Sun. 10:00-2:00	IA	410 N. Ankeny Blvd. Ste. 200 Ankeny, IA 50221-1761  Mail: Ankeny AUB	Phn: (515) 965-8855 Fax (515) 965-9048 Spd: 040
Lisa Klinkfus - Manager/Lender: Ext. 6292 Patti Hood - Assistant Manager: 6062		Gary Stapp - AI Rep: Ext. 6022 Mari Lynn Barsetti - Reg. 1, RVP: Ext. 6101		
<i>Hy-Vee</i> Barry Rd. Hy-Vee Branch #82	LOBBY: Mon.-Fri. 9:00-7:00 Sat. 9:00-4:00 Sun. 12:00-4:00	MO	8301 N. St Clair Ave. Kansas City, MO 64151  Mail: Barry Road AUB	Phn: (816) 587-5999 Fax (816) 587-9211 Spd: 092
Kevin Sweatland - Manager/Lender: Ext. 6208 Brandy Brookhart - Assistant Manager: Ext. 6273 Bill Haller - AI Rep: Ext. 6266		Ron Williams - AI Rep: Ext. 6061 Jason Foust - Reg. 5, RVP: Ext. 6174		
Clive Branch #07	LOBBY: Mon.-Fri. 9:00-5:30 Sat. 9:00-12:00 DRIVE-UP Mon.-Fri. 7:30-6:00 Sat. 9:00-12:00	IA	1070 73rd St. Clive, IA 50311  Mail: Clive AUB	Phn: (515) 225-0433 Fax (515) 225-9793 Spd: 017
Deb Ditzenberger - Manager: Ext. 6107 Christine Lowe - Assistant Manager: Ext. 6204 Rusty Bishop - AI Rep: Ext. 6207		Jan McMurray - Lender: Ext. 6121 Julie Severt - Lender: Ext. 6151 Mari Lynn Barsetti - Reg. 1, RVP: Ext. 6101		
<i>Hy-Vee</i> Coralville Hy-Vee Branch #59	LOBBY: Mon.-Fri. 9:00-7:00 Sat. 9:00-4:00 Sun. 9:00-1:00	IA	1910 8th St Lantern Park Plaza Coralville, IA 52241  Mail: Coralville Hy-Vee	Phn: (319) 354-6960 Fax (319) 354-7142 Spd: 069
Brad Maras - Manager/Lender: Ext. 6159 TBD - Assistant Manager: Ext. 6241		Steve Quigley - Reg. 2, RVP: Ext. 6164		
<i>Hy-Vee</i> Davenport Hy-Vee Branch #73	LOBBY: Mon.-Fri. 9:00-7:00 Sat. 9:00-4:00 Sun. 9:00-1:00	IA	2200 W. Kimberly Road Davenport, IA 52806  Mail: Davenport Hy-Vee	Phn: (319) 388-6165 Fax (319) 388-7244 Spd: 083
Paul Hill - Manager/Lender: Ext. 6230 Stacey Wagner - Assistant Manager: Ext. 6124		Steve Quigley - Reg. 2, RVP: Ext. 6164		

BANK OFFICES				
<i>Hy-Vee</i> Davenport #4 Hy-Vee Branch #09	OPENING: January 20, 1998	IA	1801 E. Kimberly Road Davenport, IA 52806  Mall: Davenport #4 HV	Phn: TBD Fax: TBD Spd: 019
Bob Gaven - Manager: Ext. 6071		Steve Quigley - Reg. 2, RVP: Ext. 6164		
EMC Branch #57	LOBBY: Mon.-Fri. 7:15-5:00	IA	700 Walnut, Ste. 203 Des Moines, IA 50309-3800  Mall: EMC AUB	Phn: (515) 283-2624 Fax: (515) 283-2629 Spd: 067
Carol Hughes - Manager: Ext. 6322 Paul McGee - Assistant Manager/Lender: Ext. 6234		Mari Lynn Barsetti - Reg. 1, RVP: Ext. 6101 Carlene Zabawa - AI Rep: Ext. 6201		
<i>Hy-Vee</i> Gladstone Hy-Vee Branch #67	LOBBY: Mon.-Fri. 9:00-7:00 Sat. 9:00-4:00 Sun. 12:00-4:00	MO	7117 N. Prospect Gladstone, MO 64118-1123  Mall: Gladstone Hy-Vee	Phn: (816) 455-7667 Fax: (816) 455-0710 Spd: 077
Tim Reynolds - Manager/Lender/AI Rep: Ext. 6167 Bing Schimmelpfenning - Assistant Manager: Ext. 6259 Bill Hallier - AI Rep: Ext. 6266		Ron Williams - AI Rep: Ext. 6061 Jason Foust - Reg. 5, RVP: Ext. 6174		
Hubbell Branch #06	LOBBY: Mon.-Fri. 9:00-5:00 Sat. 9:00-12:00 DRIVE-UP Mon.-Fri. 9:00-6:00 Sat. 8:30-12:30	IA	2596 Hubbell Avenue Des Moines, IA 50317-6102  Mall: Hubbell AUB	Phn: (515) 265-5380 Fax: (515) 265-6064 Spd: 016
Todd Carlson - Manager/Lender: Ext. 6306 Joel Fretress - Jr. Lender: Ext. 6197 Mari Lynn Barsetti - Reg. 1, RVP: Ext. 6101		Becky Schurman - Assistant Manager: Ext. 6275 Tom Campbell - AI Rep: Ext. 6206		
Indianola Branch #03	LOBBY: Mon.-Fri. 9:00-4:00 Sat. 9:00-12:00 DRIVE-UP: Mon-Thu 9:00-5:00 Fri. 9:00-6:00 Sat. 9:00-12:00	IA	113 North Buxton Indianola, IA 50125-2412  Mall: Indianola AUB	Phn: (515) 961-7411 Fax: (515) 961-8927 Spd: 013
Eric Larson - Manager/AI Rep: Ext. 6203 Judy Holtman - Assistant Manager: Ext. 6233		Mike Rozga - Lender: Ext. 6103 Mari Lynn Barsetti - Reg. 1, RVP: Ext. 6101		

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<b>HY-VEE</b>				
<i>Hy-Vee</i> Iowa City Hy-Vee, South Branch #58	LOBBY:	IA	1720 Waterfront Drive Iowa City, IA 52240  Mail: Iowa City Hy-Vee	Phn: (319) 351-6110 Fax: (319) 351-2903 Spd: 068
	Mon.-Fri. 9:00-7:00 Sat. 9:00-4:00 Sun. 9:00-1:00			
Steve Quigley - RVP/Manager/Lender: Ext. 6164 Jennifer Thomas Fillmer - Assistant Manager: Ext. 6277				
<i>Hy-Vee</i> Iowa City Hy-Vee, #2 Branch #61	LOBBY:	IA	812 S. 1st Avenue Iowa City, IA 52240  Mail: Iowa City #2 AUB	Phn: (319) 466-0103 Fax: (319) 466-9438 Spd: 071
	Mon.-Fri. 9:00-7:00 Sat. 9:00-4:00 Sun. 9:00-1:00			
Khurram Mian - Manager: Ext. 6053      Steve Quigley - Reg. 2, RVP: Ext. 6164 Jeanette Pickel - Assistant Manager: Ext. 6064				
<i>Hy-Vee</i> Johnson Avenue Hy-Vee Branch #27	LOBBY:	IA	1843 Johnson Avenue, NW Cedar Rapids, IA 52405  Mail: Johnson Ave. AUB	Phn: (319) 363-7074 Fax: (319) 363-7508 Spd: 037
	Mon.-Fri. 9:00-7:00 Sat. 9:00-4:00 Sun. 9:00-1:00			
Diane Tuominen - Manager/Lender: Ext. 6127      Sean Finn - Reg 7, RVP: Ext. 6315 Tracy Moyle - Assistant Manager: Ext. 6242				
Jordan Grove Branch #35	LOBBY:	IA	3424 E.P. True Parkway West Des Moines, IA 50265  Mail: Jordan Grove AUB	Phn: (515) 221-4600 Fax: (515) 221-4613 Spd: 045
	Mon.-Fri. 9:00-5:30 Sat. 8:30-12:00 DRIVE-UP Mon.-Fri.: 7:30-6:00 Sat. 8:30-12:00			
Steve Duckette - Manager/Lender: Ext. 6135      Brian Cose - AI Rep: Ext. 6066 Traci Jacobs - Assistant Manager: Ext. 6160      Mari Lynn Barsetti - Reg 1 RVP: Ext. 6101				
KVI Branch #49	LOBBY:	IA	1776 West Lakes Parkway West Des Moines, IA 50398  Mail: KVI AUB	Phn: (515) 248-6443 Fax: (515) 248-6074 Spd: 059
	Mon.-Fri. 11:00-1:30			
Steve Duckette - Manager/Lender: Ext. 6135      Mari Lynn Barsetti - Reg. 1, RVP: Ext. 6101 Kristina Anderson - Loans/Deposits: Ext. 6148				
<i>Hy-Vee</i> Leawood Hy-Vee Branch #66	LOBBY:	KS	12200 State Line Road Leawood, KS 66209-1217  Mail: Leawood AUB	Phn: (913) 345-0202 Fax: (913) 345-0316 Spd: 076
	Mon.-Fri. 9:00-7:00 Sat. 9:00-4:00 Sun. 12:00-4:00			
Curt Meyer - Manager/Lender: Ext. 6166      Bill Hallier - AI Rep: Ext. 6266 Heather Hayes - Assistant Manager: Ext. 6260      Jason Moxness - Reg. 12, RVP: Ext. 6212 Ron Williams - AI Rep: Ext. 6061				

BANK OFFICES				
<i>Hy-Vee</i> Leo'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      Bill Hallier - AI Rep.: Ext. 6266 Kristoffer Davis - Assistant Manager: Ext. 6282      Jason Foust - Reg. 5, RVP: Ext. 6174 Ron Williams - AI Rep: Ext. 6061				
<i>Hy-Vee</i> 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      Bill Hallier - AI Rep: Ext. 6266 Kim Lyle - Assistant Manager: Ext. 6261 Ron Williams - AI Rep: Ext. 6061				
<i>Hy-Vee</i> 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      Terry Johnson - AI Rep: Ext. 6044 Jessica Matzner - Lender: Ext. 6224      Tony Klein - Reg. 3, RVP: Ext. 6163				
<i>Hy-Vee</i> 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      John Westfall - AI Rep.: Ext. 6215 Lisa Kelsey - Assistant Manager: Ext. 6115				
<i>Hy-Vee</i> 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      Sean Finn - Reg. 7, RVP: Ext. 6315 Christine Fink - Assistant Manager: Ext. 6244				

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<i>Hy-Vee</i>	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		
<i>Not open yet</i>	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 Thriftway	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					
<i>Hy-Vee</i>	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		
<i>Hy-Vee</i>	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		
<i>Hy-Vee</i>	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				
Hy-Vee 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 68127  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		

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BANK BRANCHES				
<i>Hy-Vee</i> 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 Qudgley - 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 Genia 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 Arny Kirsch - Jr. Lender: Ext. 6196 Mari Lynn Barsetti - Reg. 1, RVP: Ext. 6101		



BANK OFFICES				
Hy-Vee 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	
Dillon 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) 869-3599 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	1891 West Kearney Springfield, MO 65809-1646 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	

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<i>Hy-Vee</i> 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 Dicrenfield - 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 Diltzenberger - Manager: Ext. 6107 Brenda Hemsted - Assistant Manager: Ext. 6238 Bob Doyle - Lender: Ext. 6301		John Sprank - AI Rep.: Ext. 6205 Mari Lynn Barrett - Reg. 1, RVP: Ext. 6101		
<i>Hy-Vee</i> 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 Fiske - Assistant Manager: Ext. 6254		Nikol Terrill - Reg. 6, RVP: Ext. 6063		

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

**CF BOARD OF DIRECTORS**  
02/10/98

*Annex B*

**Mr. Talton (Taf) K. Anderson**  
*Term Expires: 2000*  
Res: 677 N. 36th St.  
Omaha, NE 68132

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

**Mr. William (Bill) A. Fitzgerald**  
*Term Expires: 1999*  
Res: 681 N. 37th St.  
Omaha, NE 68132

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

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

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

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

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

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

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

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

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