

FILE No. 1388
RECORDING FEE \$ 25.00
TRANSFER FEE \$

FILED FOR RECORD THE 13th DAY OF March 1996 AT 11:08 O'CLOCK A. M. BOOK A-9 PAGE 814

STATE OF IOWA, LUCAS COUNTY:
By Cheryl Pierce Recorder
By Cathy Reese Deputy

104
2028
REC'D
JAN 13 1996
K 2558 RMF 1996
95 DEC 13 11:00 AM

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JAN 13 1996
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JAN 13 1996
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95 DEC 13 11:00 AM

104
REC'D
JAN 13 1996
K 2558 RMF 1996
95 DEC 13 11:00 AM

No. 2210 Filed for record the 13th day of August A.D. 1995 at 11:30 A.M. County Recorder Book 306 Pages 336-340
Recording Fee \$25.00 Beverly Fitch, Cedar State of Iowa, Boone County, ss
FILE NO. 1722
BOOK 356 PAGE 104
1995 MAY 26 AM 11:24
Priscilla McClelland
PRISCILLA MCCLELLAND
RECORDER
ADAIR COUNTY, IOWA
\$25.00 + \$1.00
Doc. No. 1831 Filed for Record this 8th Day of Feb. 1996 at 10:19 A.M.
Rec. Fee 25.00
Surchg Lab
Book 379 Page 253-257
Joyce Longman, Recorder Eng
2644 Pg. 109
Thu 113
BOOK 3300 PAGE 350
BOOK 379 PAGE 253
Charter No. 113
BK. 673
Pg. 109
Thu 113
BOOK 36 PAGE 2010
845-849
95 Aug 8 - 1 9:10
Shelley G. Starnes
Deborah L. Peyton
Lucas County Recorder

Section 1. Corporate Title. The 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.) '96 JAN -5 AM 1:38

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.
RECORDING FEE 25.00
AUTOMATION FEE 1.00

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

JAN 13 1996
BOOK 1062 PAGE 554
BOOK 73 PAGE 362
BOOK 794 PAGE 0126
Doc # 19952380 Fee \$26.00
Filed for Record 7/10/95 at 10:00 AM
DANNA ELISON, RECORDER
INDEX MARGIN PROOF COMPARE
BOOK 57 PAGE 7
BLACK HAWK COUNTY IOWA:SS
Filed for record Jun 26 1995 at 1:30 P. M. and recorded in

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

6559 FILED
BOOK 794 PAGE 126-130
DATE 9-6-95 TIME 11:48 AM
RETURN TO: KRISTIN DARRELL FYDA
NEWCASTER LAW FIRM
1900 HUB TOWER
DES MOINES, IA 50309
LOLA A SWAN RECORDER
HENRY COUNTY IOWA
FILED FOR RECORD 1996 JAN 22 PM 2:48
DOC No 2372 PAGE 247-251
BOOK 650
Fee \$26.00

FILE NO. **01388**
BOOK 49 PAGE 81 KEOKUK COUNTY, IOWA

FILED
E. F. KANE
COUNTY RECORDER

96 MAR 13 AM 11:08

96 MAR 8 P 2:30

BOOK **3300** PAGE **351**

PIERCE
RECORDER
KEOKUK COUNTY, IOWA

LINN COUNTY, IOWA

Henry County
Book 650 Page 248

425-1991

2310

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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

BOOK **1995** PAGE **7651**
BOOK 57 PAGE 8

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952145 BOOK 13 PAGE 568
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BOOK **794** PAGE **0127**

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BOOK J PAGE 231

MISC. RECORD 43
BOOK **366** PAGE **337** 407

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425+1992

2010 BOOK 379 PAGE 255

BOOK 1995 PAGE 7652

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.

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.

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BOOK 673 PAGE 111 BOOK 13⁻³⁻ PAGE 569 BOOK 952145 VOL 2039 PAGE 149

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425-1993

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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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FILE FOR RECORD 95-005577
DES MOINES COUNTY, IOWA

BOOK 1995 PAGE 17653

11351-95

'95 OCT 16 P1:05

'95 OCT 30 AM 10 42

TOTAL FEES 26.00pd
R.25 AM 1.12
ANITA KOHL RECORDER
8918PM

KATHY FLYNN THURLOW
COUNTY RECORDER
BUBUQUE CO., IOWA FEES

\$26.00

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352145

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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:

HOMELAND SAVINGS BANK, FSB

Secretary of the Savings Bank

By: Gregory J. Offner
President

Attest:

DIRECTOR OF THE OFFICE OF
THRIFT SUPERVISION

Corporate Secretary of the Office of Thrift Supervision

By: Jana Richter



Declared effective this 31st December, 1994.

BOOK 3300 PAGE 354

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2600 0327
STATE OF IOWA
COUNTY OF JEFFERSON
Filed for Record
at 10:50 a.m. on 2/21/96
Book 2600 Page 912
Shirley A. Clemons

2963
STATE OF IOWA, GRUNDY COUNTY, ss.
Recorded this 21st Day of December
1995 at 10:06 o'clock A.M.
In Book 448 Page 176
Charles E. Kauer, Recorder
By Barbara A. Hansen, Deputy

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952145 BOOK 13 PAGE 571

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1062 559

COMPUTER RECORDED
INDEXED

FILED NO. 2553
BOOK 43 PAGE 406
96 MAR 20 PH 3:50

MICHELLE UTSLER
RECORDER
MADISON COUNTY, IOWA

REC 2553
ADD
R.M.F. 12

FILED FOR RECORD
MAR 08 1996
2:30 PM
Cyrus J. Hall
RECORDER LINN CO., IOWA