

Organization Certificate

We, the undersigned, a majority of the directors of *(insert bank's name and location)* having been authorized by the affirmative vote of shareholders owning not less than 51 percent of its capital stock, or a greater amount if required by applicable federal or state law, to change and convert this institution to a national banking association, and to execute the necessary Organization Certificate and Articles of Association, under the provisions of the statutes of the United States, do sign and execute the following Organization Certificate:

FIRST. The title of the association shall be *(insert name of bank)*.

SECOND. The main office of the association shall be located in *(insert city)*, county of *(insert county)*, and state of *(insert state)*, where it shall **[for full service banks insert]** conduct the general business of banking. **[Or, for limited or special purpose banks insert]** where it shall limit its business to *(insert activities consistent with those included in the association's Articles of Association)*.

THIRD. The authorized amount of capital stock of this association shall be (\$ *insert amount*), and be divided into *(insert number)* shares of (\$ *insert amount*) each.

FOURTH. The name and residence of each shareholder of the converting institution as listed on its records are:

Name

Residence (town or city and state)

FIFTH. This certificate is made so that *(insert name of the converted institution)* and its shareholders may avail ourselves of the advantages of the aforesaid provisions of the United States Code, as amended and that the converting institution may be changed and converted into a national banking association under the foregoing title. As witnesses, we have signed this document this ____ day of _____, _____.

Print or Type Names

Signatures

Notary's Affirmation

Subscribed and sworn (affirmed) to before the undersigned, who is not an officer of the above-named bank, this _____ day of _____, _____.

Notary Public: _____

Commission Expires: _____