

Commonwealth of Kentucky

OFFICE OF
SECRETARY OF STATE

DREXELL R. DAVIS
Secretary



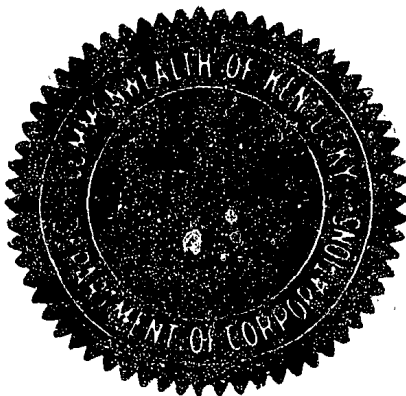
FRANKFORT,
KENTUCKY

CERTIFICATE OF AMENDMENT TO ARTICLES OF INCORPORATION

I, DREXELL R. DAVIS, Secretary of State of the Commonwealth of Kentucky, do hereby certify that Amended Articles of Incorporation of

THE SALEM BANK

amended pursuant to Kentucky Revised Statutes, 271A, (271) duly signed and verified or acknowledged according to law, have been filed in my office by said corporation, and that all taxes, fees and charges payable upon the filing of said Articles of Amendment have been paid.



SECRETARY OF STATE

Given under my hand and seal of Office as Secretary of State,
at Frankfort, Kentucky, this 30TH
day of JANUARY, 19 85.

Drexell R. Davis

SECRETARY OF STATE

ASSISTANT SECRETARY OF STATE

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FILED
SECRETARY OF STATE OF KENTUCKY
FRANKFORT, KENTUCKY

JAN 30 1985

ck # 157 (wp)
Dreyfus & Davis

SECRETARY OF STATE

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
SALEM BANK, INC.

T. L. Maddux, President, and Neal Ramage, Vice-President, of Salem Bank, Inc., a Kentucky Banking Corporation, P. O. Box 108, Salem, Kentucky 42078, do hereby certify that at the Annual Meeting of the Stockholders of the Salem Bank, Inc., held at Salem, Kentucky, on January 8, 1985, with a quorum being present, the Board of Directors presented the following Resolution, which was adopted by all the Stockholders voting in the affirmative for the adoption of the Resolution, and no votes being cast against this adoption. The adoption of the Resolution was declared, to wit:

"The powers of the Salem Bank, Inc., P. O. Box 108, Salem, Kentucky 42078, shall not be considered a limitation of its powers to do a general banking business, but this Corporation shall have the right to do any and all acts as are usually and customarily done by banks under the laws of the State of Kentucky."

WHEREFORE, the Articles of Incorporation of the Salem Bank, Inc. are amended to include the said Resolution. **380915**

IN WITNESS WHEREOF, witness the signature of T.L. Maddux, President, and Neal Ramage, Vice-President, of the Salem Bank, Inc., this 17th day of January, 1985.



T. L. MADDUX, President
Salem Bank, Inc.



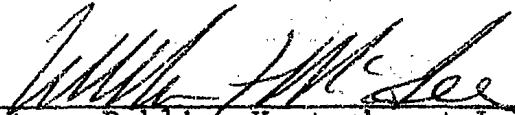
NEAL RAMAGE, Vice-President
Salem Bank, Inc.

(corporate seal)


STATE OF KENTUCKY
COUNTY OF LIVINGSTON

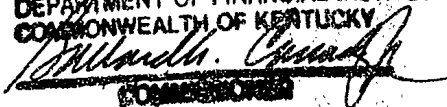
The undersigned, a notary public in and for the captioned jurisdiction, does hereby certify that the foregoing Articles of Amendment to Articles of Incorporation for the Salem Bank, Inc., were produced to me within said jurisdiction and acknowledged before me by T. L. Maddux, President and Neal Ramage, Vice-President, of the Salem Bank, Inc., to be their act and deed this 17th day of January, 1985.

My commission expires 9-29-87.


Notary Public, Kentucky-at-Large

PREPARED BY:


WILLIAM F. MCGEE
Attorney at Law
P. O. Box 37
Smithland, Kentucky 42081

EXAMINED AND APPROVED 1-28-85
DEPARTMENT OF FINANCIAL INSTITUTIONS
COMMONWEALTH OF KENTUCKY

COMMISSIONER

WILLIAM F. McGEE

Attorney at Law

P.O. BOX 37

SMITHLAND, KENTUCKY 42081

OFFICE PHONE (502) 928-2178

January 18, 1985

SECRETARY OF STATE
RECEIVED
JAN 21 1985

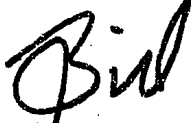
Secretary of State
Frankfort, Kentucky 40601

Commonwealth of Kentucky

Dear Sir:

Attached are the Articles of Amendment to Articles of Incorporation of Salem Bank, Inc.. Please cause these to be filed with a return to me of the Certificate Copies verifying the filing. My check for \$15.00 dollar file fee is attached.

With best regards,



WILLIAM F McGEE

WFM:vm

Enclosure 1