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DEC 22 1994

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ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
OELWEIN STATE BANK

SECRETARY OF STATE

Fayette
125334

DEPUTY SUPERINTENDENT

\$50.00

1229941514R.CO 156910CORP

Pursuant to the provisions of Section 1501 of the Iowa Banking Act, the undersigned, Oelwein State Bank, a state bank, adopts the following Articles of Amendment to its Articles of Incorporation, as amended to date:

I

The name of the state bank is Oelwein State Bank. The location of the principal place of business is in the City of Oelwein, County of Fayette, State of Iowa.

The effective date of its Articles of Incorporation was December 7, 1988.

II

The following amendment of the Articles of Incorporation was adopted by the shareholders of the state bank on September 14, 1994:

RESOLVED, that, subject to any necessary regulatory approval, and the approval of the shareholders of Iowa National Bankshares Corp of a change of name of that corporation to "Homeland Bankshares Corporation," the Articles of Incorporation of the Bank, as amended to date, be and the same hereby are amended by deleting Article I in its entirety and inserting in lieu thereof the following Article I:

ARTICLE I

The name of the state bank shall be "HOMELAND BANK."

III

The foregoing amendment was adopted at a special meeting of the shareholders held at Oelwein, Iowa on September 14, 1994, at 9:30 a.m. The sole shareholder of the state bank waived notice of the special meeting in accordance with the Waiver of Notice of Special Meeting of Shareholders in the form attached hereto as Exhibit A.

IV

The number of shares of the state bank outstanding at the time of such adoption was 2,000; and the number of shares entitled to vote thereon was 2,000.

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FILE No. 106-2143	FILED FOR RECORD THE 22 DAY OF	STATE OF IOWA, DELAWARE COUNTY
RECORDING FEE \$ 16.00	Feb. 19 95 AT 9:58	Deborah L. Peyton, Recorder
TRANSFER FEE \$	O'CLOCK A. M. BOOK 8 PAGE 227	Art. Inc.

V

The number of shares voted for such amendment was 2,000; and the number of shares voted against such amendment was 0.

VI

The effective date of the foregoing amendment shall be as of the close of business, December 31, 1994.

We, the undersigned, President and Secretary of Oelwein State Bank, hereby execute these Articles of Amendment to the Articles of Incorporation of Oelwein State Bank this 19th day of October, 1994.

OELWEIN STATE BANK

By Dan R. Crandall
Dan R. Crandall, President

By Carol A. Tousley
Carol A. Tousley, Secretary



STATE OF IOWA)
) ss:
COUNTY OF FAYETTE)

On this 19th day of October, 1994, before me, the undersigned, a Notary Public in and for the State of Iowa, personally appeared Dan R. Crandall and Carol A. Tousley, to me personally known, who, being by me duly sworn, did say that they are the President and Secretary, respectively, of the corporation executing the within and foregoing instrument; that the seal affixed thereto is the seal of the corporation; that said instrument was signed and sealed on behalf of the corporation by authority of its Board of Directors; and that Dan R. Crandall and Carol A. Tousley, as officers, acknowledged the execution of the foregoing instrument to be the voluntary act and deed of the corporation, by it and by them voluntarily executed.



Connie L. Kaltenbach
Notary Public in and for
the State of Iowa
Connie L. Kaltenbach

WAIVER OF NOTICE
OF
SPECIAL MEETING OF SHAREHOLDERS
OF
OELWEIN STATE BANK

The undersigned, being the sole shareholder of Oelwein State Bank, hereby waives notice of the Special Meeting of Shareholders held on September 14, 1994.

September 14, 1994

SHAREHOLDER OF OELWEIN STATE
BANK

IOWA NATIONAL BANKSHARES CORP

By: Erl A. Schmiesing, Chairman,
President and CEO

FILED BY

GREGORY P PAGE
NYEMASTER LAW FIRM
1900 HUB TOWER
699 WALNUT ST
DES MOINES, IA 50309

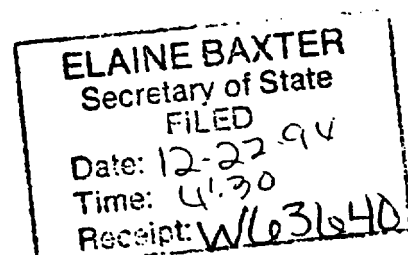


EXHIBIT A

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