

ARTICLES OF INCORPORATION

of

ARTICLE ONE

The name of the savings bank is _____.

ARTICLE TWO

The initial location of the business office is _____ Street, in the City of _____, County of _____, State of Illinois.

ARTICLE THREE

The duration of the savings bank shall be perpetual.

ARTICLE FOUR

The initial number of directors to be elected shall be _____. The number of director to be elected may from time to time be changed as provided in the savings bank's bylaws, but in no event shall the number of directors elected be less than five (5).

ARTICLE FIVE

Section 1. The Deposit Accounts, which the savings bank may issue, shall be all accounts that are permissible under applicable laws and regulations.

ARTICLE SIX

Section 1. The authorized capital represented by capital stock shares which the savings bank may issue shall be unlimited, but not less than \$ _____, consisting of _____ shares of the par value of \$ _____ (not less than \$1.00) per share. Shares of capital stock may be issued by the savings bank from time to time as approved by its board of directors without the approval of its stockholders.

Section 2. (a) Holders of Deposit Accounts shall have no pre-emptive right to acquire shares of capital stock.

(b) Holders of capital stock shares shall have a pre-emptive right to acquire additional capital shares issued by the savings bank, in the same proportion which the par value of such holder's capital stock shares bears to the total par value of all capital stock shares of the savings bank outstanding immediately prior to the issuance of such additional capital stock shares; except that such right shall not exist with respect to:

(1) The disposition of unsubscribed capital stock shares which previously have been offered to shareholders in accordance with their pre-emptive right shall be subject to the discretion of the board of directors. In the event the directors elect to sell or issue such unsubscribed shares, the consideration shall not be less than that for which such shares were so offered previously to the shareholders.

ARTICLE SEVEN

The quorum required for action of the members (except as otherwise provided by law) is 33 1/3% of votes which all members of the savings bank are entitled to cast.