

AZ CORPORATION COMMISSION
FILED

AMENDMENT TO THE

APR 17 2009

ARTICLES OF INCORPORATION
OF
VALLEY BANK
An Arizona Corporation

FILE NO. 1467740-0

Valley Bank, organized under the laws of the State of Arizona, hereby declares the following change to its Articles of Incorporation, effective October 10, 2007:

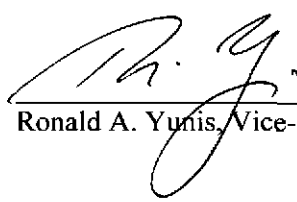
ARTICLE 1: The name of the corporation is now Valley National Bank of Arizona.

ARTICLE 5: The known place of business of the corporation is 3411 N. 5th Avenue, Ste 330, Phoenix, AZ 85013.

ARTICLE 8: The name and address of the statutory agent is: Charles M. Dyer, 3411 N. 5th Ave, Ste 300, Phoenix, AZ 85013.

Executed this 14th day of April, 2009.

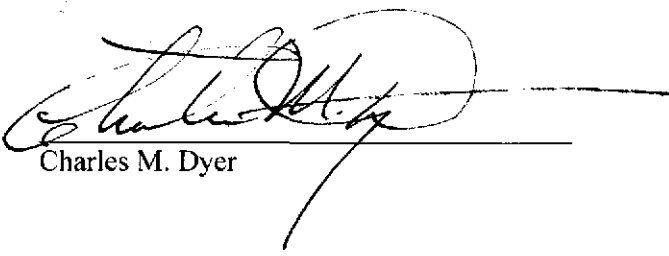
By:



Ronald A. Yunis, Vice-Chairman

Acceptance of Appointment by Statutory Agent

The undersigned hereby acknowledges and accepts the appointment as statutory agent of Valley National Bank of Arizona, effective this 14th day of April, 2009.



Charles M. Dyer



ARIZONA DEPARTMENT OF FINANCIAL INSTITUTIONS

Felecia A. Rotellini
Superintendent of Financial Institutions

Janice K. Brewer
Governor

March 5, 2009

Tina Behrens
Acuity Consulting
3268 E. Vineyard Rd
Phoenix, AZ 85042

Dear Ms. Behrens:

Thank you for your letter of February 27, 2009 requesting approval from the Arizona Department of Financial Institutions to use the name "Valley National Bank" for a proposed new bank in Phoenix.

Following our review, the Department hereby approves the name "Valley National Bank" for use by the new bank.

If you have any questions, please contact Division Manager Tom Wood at 602-255-4421, extension 161.

Sincerely,

Felecia Rotellini
Superintendent

cc: Linda Fisher, Director
Corporations Division