

WHEREAS, it appears from the evidence submitted to the Commissioner of Banks and Trust Companies that said action was taken in accordance with the provisions of Section 43 of an Act of the General Assembly of the State of Illinois, known as the "Illinois Banking Act", approved May 11, 1955, in force January 1, 1957, as amended, and

"RESOLVED, that the Charter of Avenue Bank of Elk Grove (the "Bank") be and hereby is amended to change the name of the Bank to First Colonial Bank of Elk Grove"; and

WHEREAS, A Verified Certificate of Amendment has been filed in the Office of the Commissioner of Banks and Trust Companies, showing action taken by the stockholder of Avenue Bank of Elk Grove, located at 1100 West Devon Avenue, Elk Grove Village, Illinois, County of Cook, State of Illinois, amending its charter, pursuant to the following resolution:

Resolved, that the Charter of Avenue Bank of Elk Grove, Illinois, County of Cook, State of Illinois, be and hereby is amended to change the name of the Bank to First Colonial Bank of Elk Grove.

Springfield,
MARCH 9, 1989

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OFFICE OF
COMMISSIONER OF BANKS AND TRUST COMPANIES

STATE OF ILLINOIS

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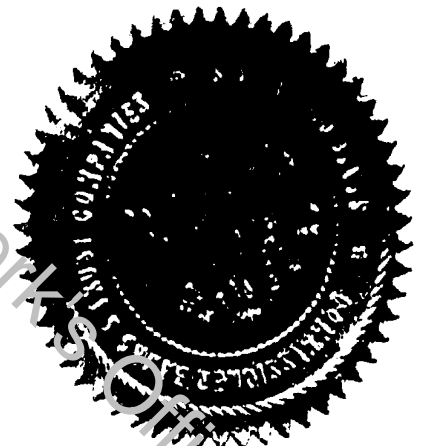
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Commissioner of Banks and Trust Companies

William C. Harris

IN TESTIMONY WHEREOF, I herunto
subscribe my name and affix the seal
of my office, the day and year first
above written.



NOW, THEREFORE, I, William C. Harris, Commissioner of Banks
and Trust Companies, State of Illinois, by virtue of the power
vested in me by the Act aforesaid, do hereby approve the amendment
and attach hereto a copy of same. The amendment shall be effective
upon receipt by the Commissioner of a copy of this recorded
Certificate.

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Stockholder(s) Consent for Corporate
Action Without Meeting (Section 43)

STATE OF ILLINOIS)
)
COUNTY OF COOK) ss.

The undersigned, being stockholder(s) of Avenue Bank of Elk Grove
located in Elk Grove Village
Illinois, declare(s) that he/she is
the owner and holder of the number of shares of stock in the bank
shown opposite his/her name and hereby consent(s) and approve(s)
the following resolution amending the charter of the bank:

RESOLVED, that the Charter of Avenue Bank of
Elk Grove (the "Bank") be and hereby is amended to
change the name of the Bank to First Colonial Bank
of Elk Grove.

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The foregoing consent and approval has been executed by the undersigned pursuant to Section 43 of the Illinois Banking Act (Ill. Rev. Stat. 1985, ch. 17, par. 353) as now or hereafter amended.

<u>STOCKHOLDER(S)</u>	<u>NUMBER OF SHARES</u>
First Colonial Bankshares Corporation	139,487

FIRST COLONIAL BANKSHARES CORPORATION

By: Robert F. Sherman
Robert F. Sherman, President

ATTEST:

Thomas J. Maier
Thomas J. Maier, Secretary

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I hereby certify that the preceding consent and approval was executed by the stockholders of Avenue Bank of Elk Grove located in Elk Grove Village, Illinois, consenting to and approving the foregoing amendment to the charter of the bank and such consent and approval has been filed with me under the provisions of Section 43 of the Illinois Banking Act.

I further certify that the capital stock of the bank is divided into 139,487 shares of \$ 5.00 par and that the owners of record of 100% of all outstanding shares of stock of the bank executed their consent and approval as a part of the corporate record of the bank.

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Secretary
Pamela Pasminski

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(SEAL OF THE
CORPORATION)

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I, Joseph F. Tomasello, hereby declare that I am President ~~of the bank mentioned in the foregoing certificate and that the statements made therein are true in substance and in fact.~~

WHEREAS, I have hereunto set my hand and caused the seal of said corporation to be affixed this 18th day of January, 1989.

(SEAL OF THE CORPORATION)

Joseph F. Tomasello
President ~~of the bank mentioned in the foregoing certificate and that the statements made therein are true in substance and in fact.~~

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