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STATE OF ILLINOIS DEPARTMENT OF FINANCIAL INSTITUTIONS CREDIT UNION DIVISION

CERTIFICATE OF PROCEEDINGS AMENDMENT TO ARTICLES OF INCORPORATION

STATE OF ILLINOIS)
) SS (Corporate Seal)
COUNTY OF COOK)

I further certify on the date of said meeting the said **UNITED BELL CREDIT UNION**, had 4722 (~~members~~) (~~directors~~); that 29 (~~members~~) (~~directors~~) were present at said meeting; and that 29 (~~members~~) (~~directors~~) voted in favor of the above resolution.

[Signature]
Secretary

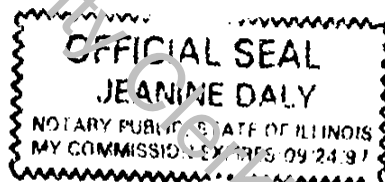
I, Willard Blay, being duly sworn, declare on oath that I am Chairman of the Board of the Credit Union mentioned in the foregoing certificate, and that the statements made therein are true in substance and in fact.

In Witness Whereof, I have hereunto set my hand, and caused the Seal of said corporation to be affixed this 15 day of October, A.D., 1996.

Willard Blay
Chairman of the Board

Subscribed and sworn to before me this 1st day of October, A.D., 1996.

[Signature]
Notary Public



Approved by me this 15th day of October, A.D. 1996

[Signature]
Director of Financial Institutions

CERTIFICATE OF PROCEEDINGS
AMENDMENT TO ARTICLES OF INCORPORATION
CU FORM 16 A
DOC 86



United Bell Credit Union
Attn: Jeanine Daly
309 W. Washington St., Ste. 350
Chicago, IL 60606

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