

STATE OF MINNESOTA
DEPARTMENT OF COMMERCE
FINANCIAL INSTITUTIONS DIVISION



6

IN THE MATTER OF THE APPLICATIONS FILED BY
MINNWEST BANK, M.V. (CHARTER 1639), REDWOOD
FALLS, REDWOOD COUNTY, MINNESOTA TO ACQUIRE
THROUGH MERGER:

CERTIFICATE OF
MERGER

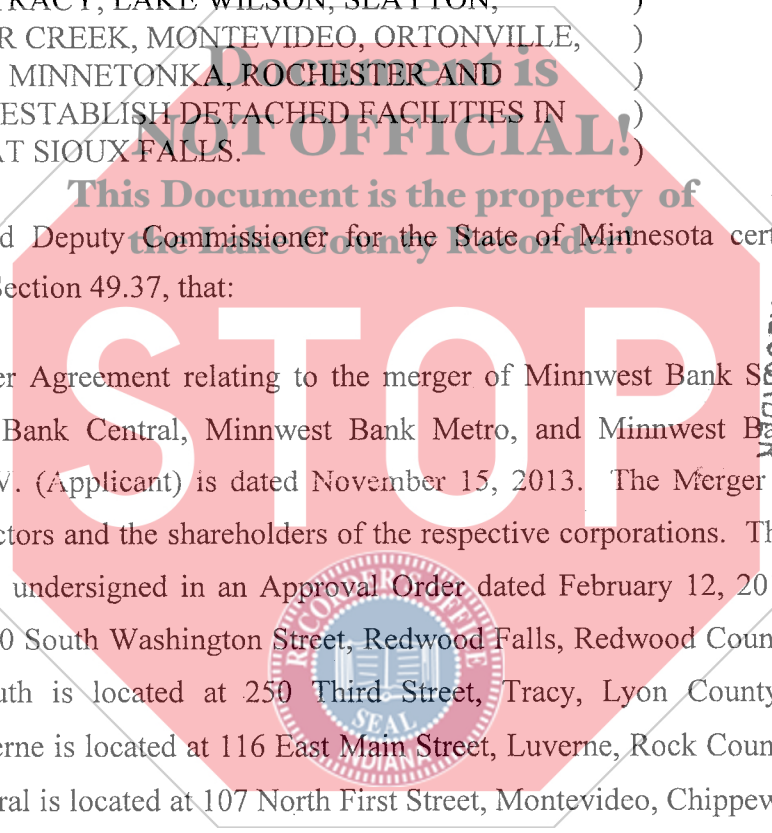
MINNWEST BANK SOUTH (CHARTER 1776), TRACY, LYON
COUNTY, MINNESOTA; MINNWEST BANK LUVERNE
(CHARTER 1774), LUVERNE, ROCK COUNTY, MINNESOTA;
MINNWEST BANK CENTRAL (CHARTER 1773),
MONTEVIDEO, CHIPPEWA COUNTY, MINNESOTA;
MINNWEST BANK METRO (CHARTER 1687), EAGAN,
DAKOTA COUNTY, MINNESOTA; AND MINNWEST BANK
SIOUX FALLS (FDIC CERTIFICATE 35545), SIOUX FALLS,
MINNEHAHA COUNTY, SOUTH DAKOTA.

APPROVAL AND
CONSENT

2014-000805
RECORDED ON
06/16/2014 2:10 PM
LORETTA LUNDBERG, RECORDER
LINCOLN COUNTY MN
REC FEE: 46.00
PAGES: 5

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AND TO ESTABLISH DETACHED FACILITIES IN
MINNESOTA AT: TRACY, LAKE WILSON, SLAYTON,
LUVERNE, BEAVER CREEK, MONTEVIDEO, ORTONVILLE,
DAWSON, EAGAN, MINNETONKA, ROCHESTER AND
HAMMOND; PLUS ESTABLISH DETACHED FACILITIES IN
SOUTH DAKOTA AT SIOUX FALLS.



The undersigned Deputy Commissioner for the State of Minnesota certifies as set forth in
Minnesota Statutes, Section 49.37, that:

1. The Merger Agreement relating to the merger of Minnwest Bank South, Minnwest Bank
Luverne, Minnwest Bank Central, Minnwest Bank Metro, and Minnwest Bank Sioux Falls into
Minnwest Bank, M.V. (Applicant) is dated November 15, 2013. The Merger Agreement has been
approved by the directors and the shareholders of the respective corporations. The Merger Agreement
was approved by the undersigned in an Approval Order dated February 12, 2014. Minnwest Bank,
M.V. is located at 300 South Washington Street, Redwood Falls, Redwood County, Minnesota 56283.
Minnwest Bank South is located at 250 Third Street, Tracy, Lyon County, Minnesota 56175.
Minnwest Bank Luverne is located at 116 East Main Street, Luverne, Rock County, Minnesota 56156.
Minnwest Bank Central is located at 107 North First Street, Montevideo, Chippewa County, Minnesota
56265. Minnwest Bank Metro is located at 1150 Yankee Doodle Road, Eagan, Dakota County,
Minnesota 55121. Minnwest Bank Sioux Falls is located at 5001 South Louise Avenue, Sioux Falls,
Minnehaha County, South Dakota 57108.

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STATE OF MINNESOTA
LAKE COUNTY RECORDER
MICHAEL T. BROWN
RECORDER

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ek 4013
3. or over

Applicant operates detached facilities in Minnesota at: Marshall (DF 551), Belview (DF 626), Redwood Falls (DF 484), Danube (DF 461), Morton (DF 485), Gibbon (DF 321), and Saint Cloud (DF 802). Minnwest Bank South operates detached facilities in Minnesota at: Lake Wilson (DF 785) and Slayton (DF 784). Minnwest Bank Luverne operates detached facilities in Minnesota at: Beaver Creek (DF 880) and Luverne (DF 878). Minnwest Bank Central operates detached facilities in Minnesota at: Dawson (DF 669), Montevideo (DF 481) and Ortonville (1101). Minnwest Bank Metro operates detached facilities in Minnesota at: Hammond (DF 507), Minnetonka (DF 1077) and Rochester (1119). Minnwest Bank Sioux Falls operates a detached facility in Sioux Falls, South Dakota.

The banks will merge under Applicant's charter and certificate of incorporation except as amended/restated. The merged bank will operate under the name of Minnwest Bank and be located at 300 South Washington Street, Redwood Falls, Redwood County, Minnesota 56283. The merged bank will establish and operate detached facilities at: 250 Third Street, Tracy, Lyon County, MN 56175 (DF 1269); 300 Broadway Avenue, Lake Wilson, Murray County, MN 56151 (DF 1270); 2565 King Avenue, Slayton, Murray County, MN 56172 (DF 1271); 116 East Main Street, Luverne, Rock County, MN 56156 (DF 1272); 304 East First Avenue, Beaver Creek, Rock County, MN 56116 (DF 1273); 800 South Kniss Avenue, Luverne, Rock County, MN 56156 (DF 1274); 107 North First Street, Montevideo, Chippewa County, MN 56265 (DF 1275); 21 Southeast 2nd Street, Ortonville, Big Stone County, MN 56278 (DF 1276); 1404 State Highway 7, Montevideo, Chippewa County, MN 56265 (DF 1277); 579 Pine Street, Dawson, Lac Qui Parle County, MN 56232 (DF 1278); 1150 Yankee Doodle Road, Eagan, Dakota County, MN 55121 (DF 1279); 14820 State Highway 7, Minnetonka, Hennepin County, MN 55345 (DF 1280); 331 16th Avenue Northwest, Rochester, Olmsted County, MN 55901 (DF 1281); 276 Center Street East, Hammond, Wabasha County, MN 55991 (DF 1282); 5001 South Louise Avenue, Sioux Falls, Minnehaha County, SD 57108 (DF 1283); and 5324 East Arrowhead Parkway, Suite 101, Sioux Falls, Minnehaha County, SD 57110 (DF 1284). In addition, the merged bank will acquire through merger MinnData, Incorporated and Minnwest Capital Corporation plus establish Minnwest Insurance Montevideo, Inc. as a subsidiary. The merged bank will continue to operate business locations including Applicant's detached facilities.

2. The above-named corporations have complied with the provisions of Minnesota Statutes, Sections 49.411, 49.33 to 49.41 and 47.51 to 47.57, relating to mergers and the establishment of detached facilities.

3. The Department of Commerce in the February 12, 2014 Approval Order granted Minnwest Bank, M.V. authority to merge Minnwest Bank South, Minnwest Bank Luverne, Minnwest Bank

Central, Minnwest Bank Metro, and Minnwest Bank Sioux Falls under the charter of Minnwest Bank, M.V. with the merged bank to have its principal place of business at 300 South Washington Street, Redwood Falls, Redwood County, Minnesota 56283; to operate under the name of Minnwest Bank; to establish and operate detached facilities; to acquire MinnData, Incorporated and Minnwest Capital Corporation through merger plus establish Minnwest Insurance Montevideo, Inc. as a subsidiary; and to continue to operate all business locations including detached facilities.

The merged bank will operate the following detached facilities:

DF 321
1069 First Avenue
Gibbon, MN 55335
Sibley County

DF 461
200 Oak Street
Danube, MN 56230
Renville County

DF 484
1275 East Bridge Street
Redwood Falls, MN 56283
Redwood County

DF 485
224 West 2nd Street
Morton, MN 56270
Renville County

DF 551
301 Baseline Road
Marshall, MN 56258
Lyon County

DF 626
Main Street
Belview, MN 56214
Redwood County

DF 802
3130 2nd Street
Saint Cloud, MN 56301
Stearns County

DF 1269
250 Third Street
Tracy, MN 56175
Lyon County

DF 1270
300 Broadway Avenue
Lake Wilson, MN 56151
Murray County

DF 1271
2565 King Avenue
Slayton, MN 56172
Murray County

DF 1272
116 East Main Street
Luverne, MN 56156
Rock County

DF 1273
304 East First Avenue
Beaver Creek, MN 56116
Rock County

DF 1274
800 South Kniss Avenue
Luverne, MN 56156
Rock County

DF 1275
107 North First Street
Montevideo, MN 56265
Chippewa County

DF 1276
21 Southeast 2nd Street
Ortonville, MN 56278
Big Stone County

DF 1277
1404 State Highway 7
Montevideo, MN 56265
Chippewa County

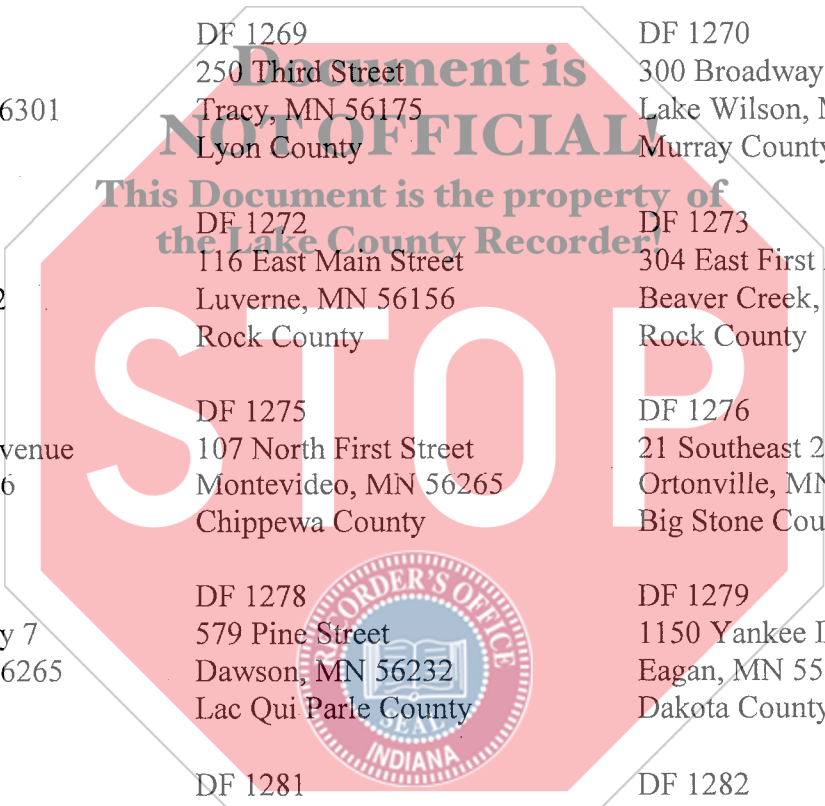
DF 1278
579 Pine Street
Dawson, MN 56232
Lac Qui Parle County

DF 1279
1150 Yankee Doodle Road
Eagan, MN 55121
Dakota County

DF 1280
14820 State Highway 7
Minnetonka, MN 55345
Hennepin County

DF 1281
331 16th Avenue Northwest
Rochester, MN 55901
Olmsted County

DF 1282
276 Center Street East
Hammond, MN 55991
Wasbasha County



DF 1283
5001 South Louise Avenue
Sioux Falls, SD 57108
Minnehaha County

DF 1284
5324 Arrowhead Parkway
Suite 101
Sioux Falls, SD 57110
Minnehaha County

4. The Certificate of Incorporation and authorization (except as amended/restated) for Minnwest Bank, M.V. to operate as a state-chartered bank shall continue in full force and effect under the name "Minnwest Bank" with the principal place of business at 300 South Washington Street, Redwood Falls, Redwood County, Minnesota 56283 and Minnwest Bank South, Minnwest Bank Luverne, Minnwest Bank Central, Minnwest Bank Metro, and Minnwest Bank Sioux Falls shall be merged into it. Following the merger, the state bank charters for Minnwest Bank South, Minnwest Bank Luverne, Minnwest Bank Central, Minnwest Bank Metro shall be surrendered to the Department of Commerce.

NOW, THEREFORE, IT IS HEREBY DECLARED:

1. Minnwest Bank South, Minnwest Bank Luverne, Minnwest Bank Central, Minnwest Bank Metro, and Minnwest Bank Sioux Falls are merged into Minnwest Bank, M.V., effective May 23, 2014, under the Certificate of Incorporation and the authorization (except as amended/restated) of Minnwest Bank, M.V.

The name of the merged bank shall be "Minnwest Bank" and its principal place of business shall be at 300 South Washington Street, Redwood Falls, Redwood County, Minnesota 56283. The merged bank will operate detached facilities located: in Minnesota at Marshall (DF 551), Belview (DF 626), Redwood Falls (DF 484), Danube (DF 461), Morton (DF 485), Gibbon (DF 321), Saint Cloud (DF 802), Tracy (DF 1269), Lake Wilson (DF 1270), Slayton (DF 1271), Luverne (DF 1272), Beaver Creek (DF 1273), Laverne (DF 1274), Montevideo (DF 1275), Ortonville (DF 1276), Montevideo (DF 1277), Dawson (DF 1278), Eagan (DF 1279), Minnetonka (DF 1280), Rochester (DF 1281), Hammond (DF 1282); and in South Dakota at Sioux Falls (DF 1283), and Sioux Falls (DF 1284). In addition, the merged bank will acquire MinnData, Incorporated and Minnwest Capital Corporation through the merger plus operate Minnwest Insurance Montevideo, Inc. as a subsidiary. The capital stock of the merged bank shall be \$500,000, consisting of 5,000 shares of common stock with a par value of \$100 each.

Members of the first board of directors of the merged bank shall be the following:

T. Todd McVay
Minneapolis, MN

Douglas A. Karsky
Redwood Falls, MN

Lannon C. Brown
Montevideo, MN

Russell R. Bushman
Montrose, MN

Danita L. McVay
Minneapolis, MN

John A. Roiger
Dawson, MN

Mark Bullerman
Adrian, MN

Grant Binford
Luverne, MN

Dan M. Herrmann
Marshall, MN

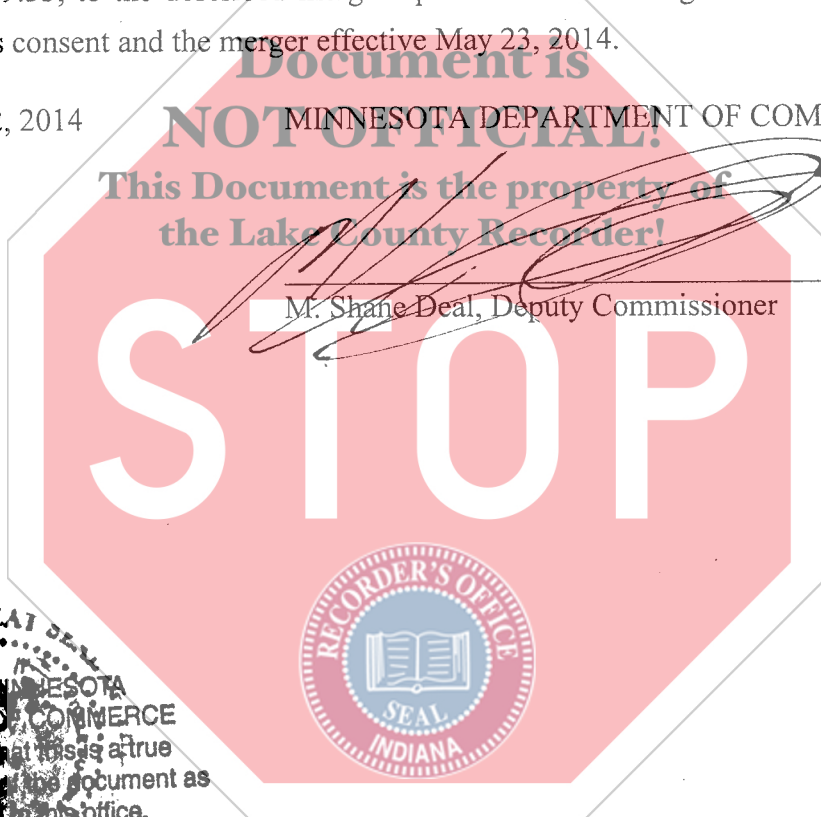
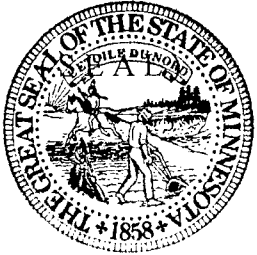
Duane Anderson
Morgan, MN

2. The Certificate of Incorporation of Minnwest Bank, M.V. in effect at the date and time of the merger shall continue in full force and effect as the Certificate of Incorporation of the merged bank except as amended/restated.

Based upon all the files, records, and proceedings in this application, I, M. Shane Deal, Deputy Commissioner for the State of Minnesota, hereby consent, in writing, as set forth in Minnesota Statutes, Section 49.33, to the described merger upon the terms and agreements made in connection therewith, with this consent and the merger effective May 23, 2014.

Dated: February 12, 2014

MINNESOTA DEPARTMENT OF COMMERCE



M. Shane Deal, Deputy Commissioner



Dated February 12, 2014
Commissioner of Commerce

By: [Signature]

A443789

Fees: \$46.00

Pages: 6



Isanti County Office of
Recorder/Registrar of Titles

Certified, Filed, and/or Recorded on:

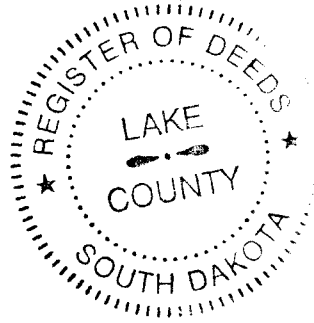
June 27, 2014 10:10 AM

Karen D Anderson, Recorder

Well Cert. () Rec'd () Not Req'd

Received from: MINNWEST BANK

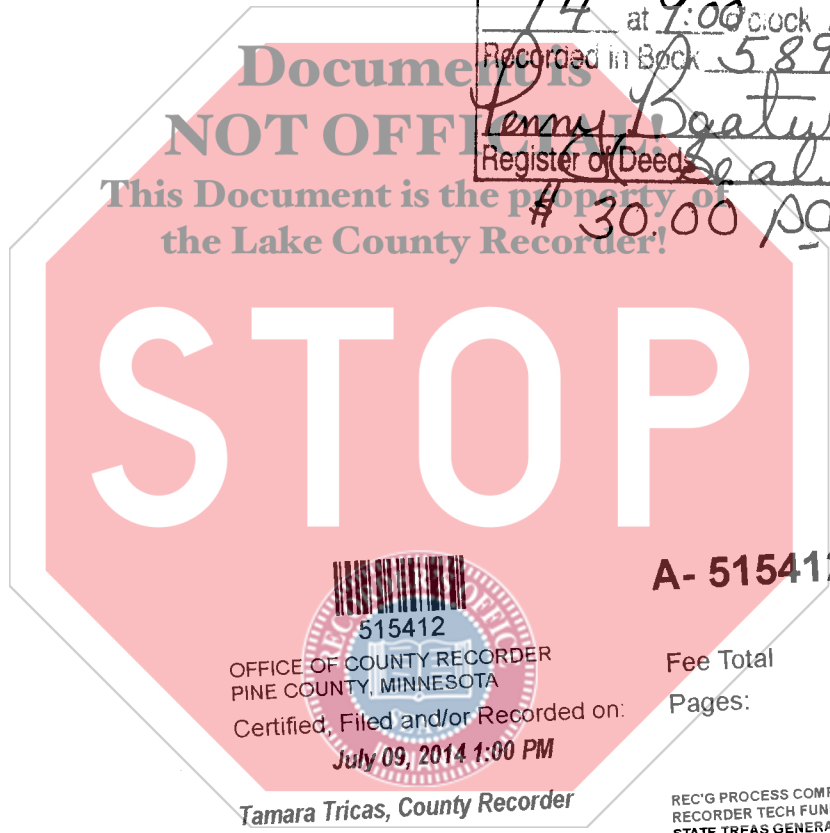
Returned To: MINNWEST BANK
PO BOX 1069
TRACY, MN 56175



Doc# 141182

MOODY CO ROD GAIL MEYER
Fee Book 14-1182
07/28/2014 @10:30 AM
XMER CERT MERGER # Pages: 0
Total Fees: \$30.00

State of South Dakota, County of Lake
Filed for record this 23 day of July
14 at 9:00 o'clock A.M. and
Recorded in Book 589 Page 257
Penny Beattyright
Register of Deeds
30.00 Ad.



A- 515412



OFFICE OF COUNTY RECORDER
PINE COUNTY, MINNESOTA

Certified, Filed and/or Recorded on:
July 09, 2014 1:00 PM

Tamara Tricas, County Recorder

Fee Total \$46.00
Pages: 6

REC'G PROCESS COMPLIANCE: \$11.00
RECORDER TECH FUND: \$10.00
STATE TREAS GENERAL FUND: \$10.50
GENERAL ABSTRACT: \$14.50

Received from: MINNWEST BANK
Returned To: MINNWEST BANK
PO BOX 1069
TRACY, MN 56175

