

F00000003424

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

MJH

SUBJECT: BOSTON BANK OF COMMERCE

Dear Sir or Madam: 00789 - 00505 - 00511 - 00734 - 00647 - 00671

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

ROBERT PATRICK COOPER
(Name of Person)
BOSTON BANK OF COMMERCE
(Firm/Company)
133 Federal Street
(Address)
Boston, MA 02110
(City/State/Zip)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN 15 PM 12:57

Should you need to call someone concerning this matter, please call:

W-12354
300003241133--9
-05/05/00--01078--002
*****87.50 *****87.50

Robert Patrick Cooper at (617) 457-4415
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☒ \$87.50 Filing Fee, Certificate of Status & Certified Copy



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 11, 2000

ROBERT PATRICK COOPER
BOSTON BANK OF COMMERCE
133 FEDERAL STREET
BOSTON, MA 02110

SUBJECT: BOSTON BANK OF COMMERCE
Ref. Number: W00000012356

We have received your document for BOSTON BANK OF COMMERCE and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

A bank does not
~~The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.~~

Written approval and clearance of the terms BANK, BANKER, BANC, BANKING, TRUST COMPANY, BANCSHARES, SAVINGS & LOAN ASSOCIATION, SAVINGS BANK, or CREDIT UNION must be obtained from the Division of Banking and Finance, pursuant to section 655.922(2a), Florida Statutes. The address is:

Division of Banking
Director's Office
101 E. Gaines St.
Fletcher Bldg., 6th Floor.
Tallahassee, FL 32399-0350
(850) 410-9111.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$1,150.00.

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the

translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 500A00026428



BOSTON BANK OF COMMERCE

June 14, 2000

Ms. Michelle Hodges
Document Specialist
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Boston Bank of Commerce
Reference Number: W00000012356

Dear Ms. Hodges:

In response to your letter dated May 11, 2000 and pursuant to our conversation this morning, the Bank is resubmitting its application to transact business in Florida. Please also find enclosed for your review the following documents:

- May 11, 2000 letter from Michelle Hodges
- Application by Foreign Corporation for Authorization to Transact Business in Florida
- Listing of Bank Board of Directors
- Certificate of existence (original)
- Written approval from Department of Banking and Finance,
cc: Karon Beyer (copy)

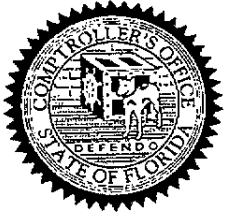
Further to your letter, we believe that the imposition of penalty fees in the amount of \$1,500 is not appropriate in this case. As I explained, this filing will be the third submission of our application with the appropriate documentation. As such, we would appreciate an expeditious review of our application and the waiver of such penalty fees so that we may become duly qualified to conduct business in the state.

If you have any questions or require additional information, please call me directly at (617) 457-4415. Thank you for your consideration and prompt attention to this matter.

Sincerely,

Robert Patrick Cooper
Senior Counsel

Enclosures



ROBERT F. MILLIGAN
COMPTROLLER OF FLORIDA

OFFICE OF THE COMPTROLLER
DEPARTMENT OF BANKING AND FINANCE
STATE OF FLORIDA
TALLAHASSEE
32399-0350

March 29, 2000

Mr. Michael P. Burley
133 Federal Street
Boston, MA 02110

Dear Mr. Burley:

Re: "Boston Bank of Commerce "

Reference is made to your letter/fax requesting approval of the above-referenced corporate name which is a Massachusetts state-chartered bank that will be operating in Florida.

As Section 655.922(2)(a), Florida Statutes, exempts a financial institution, holding company or its subsidiaries from the prohibition against using the word "bank", "banker", "banking", "trust company", "savings and loan association", "savings bank", or "credit union" in its corporate name, the Division of Banking will not object to the use of the above corporate name being registered as a foreign corporation to transact business in the state of Florida.

Sincerely,

Alex Hager
Acting Director

:kr

cc: Karon Beyer, Chief
Bureau of Corporate Records
Secretary of State's Office

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. BOSTON BANK OF COMMERCE
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. MASSACHUSETTS 3. 04-2764211
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. JUNE 30, 1982 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. SEPTEMBER 10, 1999
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 133 FEDERAL STREET
BOSTON, MA 02110
(Current mailing address)

8. COMMERCIAL BANKING
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable) .

Name: Gloria Barnes

Office Address: Peoples Bank of Commerce

3275 NW 79th St, Florida, 33147
Miami, FL (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Gloria G. Barnes
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN 15 PM 12:57

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: Kevin Cohee

Address: Boston Bank of Commerce

133 Federal Street Boston, MA 02110

Vice Chairman: _____

Address: _____

Director: See Attachment

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Kevin Cohee

Address: Boston Bank of Commerce

133 Federal Street Boston, MA 02110

Vice President: James Mundy, CFO

Address: Boston Bank of Commerce

133 Federal Street Boston, MA 02110

Secretary: Syvalia Hyman, III President & CEO

Address: United South End/Lower Roxbury Development Corp

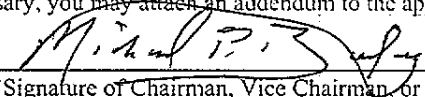
434 Massachusetts Ave Suite 404 Boston, MA 02118-3510

Treasurer: Michael P. Burley

Address: Boston Bank of Commerce

133 Federal Street Boston, MA 02110

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Michael P. Burley, Treasurer
(Typed or printed name and capacity of person signing application)

BOSTON BANK OF COMMERCE

BOARD OF DIRECTORS

Richard D. Carr, D.D.S.
Carr, Enos & Associates
68 New Edgerly Road
Boston, MA 02115

Kevin Cohee
Chairman & CEO
Boston Bank of Commerce
133 Federal Street
Boston, MA 02110

Daniel Dennis, Sr.
Managing Partner
Daniel Dennis & Company LLP
116 Huntington Avenue
Boston, MA 02116

Kenneth C. Edelin, M.D.
Associate Dean
Boston University, School of Medicine
715 Albany Street, A-407
Boston, MA 02118

Syvalia Hyman, III
President & CEO
United South End/Lower Roxbury
Development Corporation
434 Massachusetts Avenue, Suite 404
Boston, MA 02118-3510

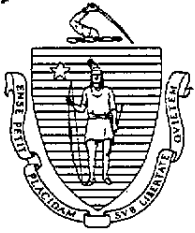
Yu Sing Jung
President
Jung/Brannen Associates, Inc.
34 Farnsworth Street
Boston, MA 02210

Melvin B. Miller
President
Bay State Banner
68 Fargo Street, The Fargo Building
Boston, MA 02110-2122

Walter B. Prince
Partner
Peckham, Lobel, Casey,
Prince & Tye LLP
585 Commercial Street
Boston, MA 02109-1024

John L. Sims
John Sims Consulting
9 Emerson Way
Sudbury, MA 01766

Teri Williams
Senior Vice President/Marketing
Boston Bank of Commerce
133 Federal Street
Boston, MA 02110



The Commonwealth of Massachusetts
Office of the Commissioner of Banks
One South Station
Boston, Massachusetts 02110

ARGEO PAUL CELLUCCI
GOVERNOR

JANE SWIFT
LIEUTENANT GOVERNOR

THOMAS J. CURRY
COMMISSIONER

May 1, 2000

To Whom It May Concern:

This letter is to certify that records currently in the possession of the Division of Banks indicate that The Boston Bank of Commerce, Boston, Massachusetts was incorporated on June 30, 1982 and commenced business on August 2, 1982. The Boston Bank of Commerce continues to operate as a state-chartered trust company under the provisions of Massachusetts General Laws chapter 172 and other related statutes, subject to examination and regulation by the Commissioner of Banks.

Sincerely,

A handwritten signature in black ink, appearing to read "Cynthia A. Begin", with a long horizontal flourish extending to the right.

Cynthia A. Begin
Assistant General Counsel

