



CORPORATION SERVICE COMPANY  
1201 Hays Street  
Tallahassee, FL 32301  
Phone: 850-558-1500

ACCOUNT NO. : I20000000195  
REFERENCE : 151914-010 4306601  
AUTHORIZATION : *[Signature]*  
COST LIMIT : \$ 35.00

ORDER DATE : April 9, 2018  
ORDER TIME : 1:23 PM  
ORDER NO. : 151914-010  
CUSTOMER NO: 4306601

FOREIGN FILINGS

NAME: BANCO POPULAR NORTH AMERICA

CORPORATE  
 LIMITED PARTNERSHIP  
 LIMITED LIABILITY COMPANY

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
 PLAIN STAMPED COPY  
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Roxanne Turner -- EXT# 62969

EXAMINER: \_\_\_\_\_

**PROFIT CORPORATION**  
**APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO**  
**APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**  
(Pursuant to s. 607.1504, F.S.)

**SECTION I**  
**(1-3 MUST BE COMPLETED)**

F00000006256  
\_\_\_\_\_  
(Document number of corporation (if known))

FILED  
19 APR - 9 AM 9:27

1. Banco Popular North America  
(Name of corporation as it appears on the records of the Department of State)
2. New York (Incorporated under laws of)      3. 11/3/2000 (Date authorized to do business in Florida)

**SECTION II**  
**(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)**

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? April 6, 2018

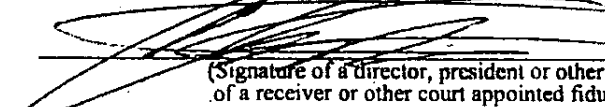
5. Popular Bank  
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.  
\_\_\_\_\_  
(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.  
\_\_\_\_\_  
(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

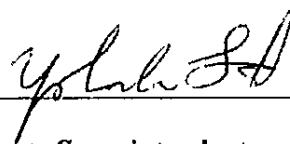
  
\_\_\_\_\_  
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Christopher Galan      Senior Vice President & Director of the Legal Division  
(Typed or printed name of person signing)      (Title of person signing)

*New York State*  
*Department of Financial Services*

I, **YOLANDA FORD**, Deputy Superintendent, Community and Regional Banks, Banking Division, New York State Department of Financial Services, **DO HEREBY APPROVE** the annexed certificate entitled "**CERTIFICATE OF AMENDMENT OF THE ORGANIZATION CERTIFICATE OF BANCO POPULAR NORTH AMERICA**" UNDER SECTION 8005 OF THE NEW YORK BANKING LAW, dated December 6, 2017 providing for a change in name from **BANCO POPULAR NORTH AMERICA** to **POPULAR BANK**. The change of name is to become effective after the close of business **APRIL 6, 2018**.

**WITNESS**, my hand and official seal of the New York State Department of Financial Services at the City of New York, this **23rd** day of **March** in the Year **two thousand and eighteen**.



\_\_\_\_\_  
Deputy Superintendent  
Community and Regional Banks

CERTIFICATE of AMENDMENT  
of the  
ORGANIZATION CERTIFICATE

of

BANCO POPULAR NORTH AMERICA

Under Section 8005 of the Banking Law

BANCO POPULAR NORTH AMERICA, a New York bank and trust company (the "Bank"), hereby certifies as follows:

FIRST. The name of the Bank is Banco Popular North America and it was formed under the name Banco Popular, New York.

SECOND. The Organization Certificate of the Bank was filed with the Superintendent of Banks of the State of New York on June 17, 1998, approved by the Banking Board of the State of New York on September 10, 1998 and filed by the Superintendent of Banks of the State of New York on December 11, 1998.

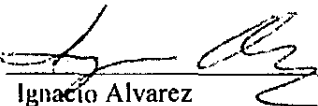
THIRD. The Board of Directors of the Bank duly adopted a resolution setting forth and declaring advisable the amendment of Article First of the Organization Certificate of the Bank so that, as amended, said Article shall read as follows:

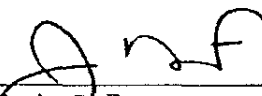
"FIRST. That the name by which the corporation is to be known is "Popular Bank."

FOURTH. The amendment described in Article Third of this Certificate of Amendment was authorized by resolution of the Board of Directors of the Bank adopted on December 14, 2016 in accordance with Section 8001 of the New York Banking Law and was adopted and approved by a Consent of Sole Stockholder of the Bank on December 6<sup>th</sup>, 2017 in accordance with the provisions of Sections 6015 and 8003 of the New York Banking Law.

IN WITNESS WHEREOF, the undersigned signed and verified this Certificate of Amendment, on the 6<sup>TH</sup> day of December, 2017.

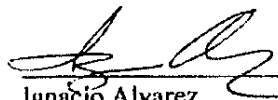
BANCO POPULAR NORTH AMERICA

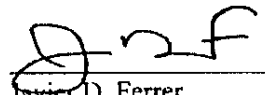
By:   
Ignacio Alvarez  
President

By:   
Xavier D. Ferrer  
Secretary

) ss:  
)

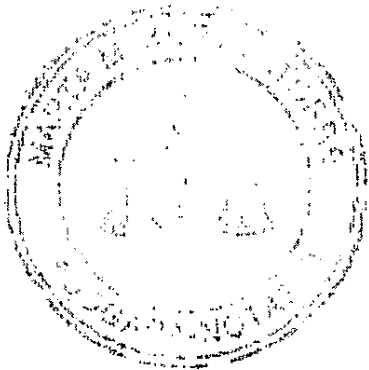
Ignacio Alvarez and Javier D. Ferrer being duly sworn, depose and say that they are respectively the President and Secretary of Banco Popular North America, the Bank named in the foregoing Certificate of Amendment of the Organization Certificate of Banco Popular North America, that they have read and signed said Certificate and know the contents thereof and that the statements contained therein are true.

  
\_\_\_\_\_  
Ignacio Alvarez  
President

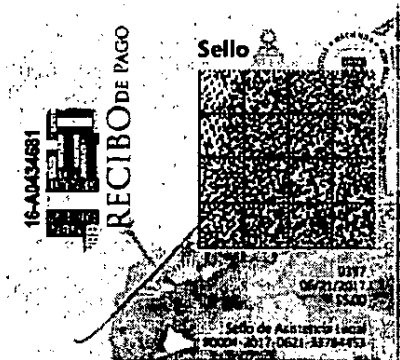
  
\_\_\_\_\_  
Javier D. Ferrer  
Secretary

Affidavit Number: 2020

Subscribed before me by Ignacio Alvarez, of legal age, single in his capacity of President of Banco Popular North America and by Javier D. Ferrer, of legal age, married in his capacity as Secretary of the Board of Directors of Banco Popular North America, both residents of Guaynabo, Puerto Rico to me personally known. In San Juan, Puerto Rico this 6<sup>th</sup> day of December 2017.



  
Notary Public





# FLORIDA OFFICE OF FINANCIAL REGULATION

www.FLOFR.com

**DREW J. BREAKSPEAR**  
COMMISSIONER

April 5, 2018

Ms. Summer Moorman, Paralegal  
Barack Ferrazzano Kirschbaum  
& Nagelberg LLP  
200 West Madison Street, Suite 3900  
Chicago, Illinois 60606

VIA EMAIL: [summer.moorman@bfkn.com](mailto:summer.moorman@bfkn.com)

**Re: Popular Bank (currently known as Banco Popular North America)**

Dear Ms. Moorman:

Reference is made to your recent letter requesting approval to register the above-referenced fictitious name with the Florida Secretary of State. The bank is a FDIC regulated national bank located in Chicago, Illinois, currently operating under the name of Banco Popular North America, and effective April 6, 2018, will operate as Popular Bank.

Section 655.922, Florida Statutes, exempts a financial institution, holding company or its subsidiaries from the prohibition of using the word "bank," "banco," "banque," "banker," "banking," "trust company," "savings and loan association," "savings bank," or "credit union," or words of similar import, in any context or in any manner in its corporate name. Therefore, with all conditions necessary conditions being satisfied effective April 6, 2018, Office will not object to the use of the above referenced name, Popular Bank, being registered to transact business in the state of Florida. Should any of the information utilized by the Office in coming to this determination change, please re-submit your request. This correspondence is not intended to grant the authority to act in any licensed capacity until all licensing requirements have been met within this state.

Sincerely,

A handwritten signature in black ink, appearing to read "JWS", is written over a horizontal line.

Jeremy W. Smith  
Director  
Division of Financial Institutions

JWS:jrj

cc: Lyn Shoffstall, Chief, Bureau of Commercial Recordings, Division of Corporations,  
Department of State