

PI3885

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*Name Change  
Amend*

09/09/11--01026--006 \*\*35.00

**FILED**  
2012 AUG -6 PM 3:41  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

*Boof  
8/6/12*

*X00789, 00524, 00641, 00671*

## COVER LETTER

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Banco Pichincha C.A.  
Name of Corporation

**DOCUMENT NUMBER:** P13885

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Eric Guevara  
Name of Contact Person

Banco Pichincha C.A.  
Firm/Company

1111 Brickell Avenue 26th Floor  
Address

Miami, FL 33131  
City/State and Zip Code

Erguevar@pichincha.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Eric Guevara at ( 305 ) 372-3601 ext. 148  
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

- \$35.00 Filing Fee       \$43.75 Filing Fee & Certificate of Status       \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)       \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

**Mailing Address:**  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address:**  
Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

September 12, 2011

Eric Guevara  
Banco Pichincha C.A.  
1111 Brickell Ave, 26th Floor  
Miami, FL 33131

SUBJECT: BANCO DEL PICHINCHA C.A.  
Ref. Number: P13885

We have received your document for BANCO DEL PICHINCHA C.A. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date on line 3 is incorrect. Please change it to 4-2-87 (the date the corporation was registered in Florida).

A certificate or a document of similar import evidencing the amendment must be submitted with the application. The certificate should be authenticated as of a date 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 the records in the jurisdiction under the laws of which it is incorporated, formed, or organized. A translation of the certificate, under oath or affirmation of the translator, must be attached to a certificate which is not in English.

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) 245-6907.

Annette Ramsey  
Regulatory Specialist II

Letter Number: 411A00021052



**BANCO PICHINCHA C.A.**  
**MIAMI AGENCY**

1111 Brickell Ave. Suite 2650  
Miami, FL 33131  
Tel. (305) 372-3601  
Fax (305) 372-9049

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**FACSIMILE TRANSMITTAL SHEET**

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**TO:** Florida Department of State                      **FROM:** Eric Guevara

**ATTN:** Annette Ramsey                                      **DATE:** 08/06/2012

**FAX NUMBER:** 850-245-6897                      **PHONE NUMBER:** 305-350-6148

**FAX NUMBER**

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URGENT     FOR REVIEW     PLEASE COMMENT     PLEASE REPLY     PLEASE RECYCLE


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NOTES/COMMENTS

Banco Pichincha C.A.  
Ref# P13885  
Letter# 411A00021052

Please find the attached Head Office document requesting the name change from the Superintendencia de Bancos y Seguros and the approval thereof. The document was translated and certified by Simon Acosta Espinosa, the Vicepresident and Legal Representative of Banco Pichincha C.A.

Kind Regards  
  
Eric Guevara  
Chief Financial Officer  
Banco Pichincha Miami Agency

**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)**

P13885

(Document number of corporation (if known))

**FILED**  
2012 AUG -6 PM 3:41  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

1. Banco del Pichincha C.A.  
(Name of corporation as it appears on the records of the Department of State)

2. Ecuador  
(Incorporated under laws of)

3. 04/02/1987  
(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? 08/08/2006

5. Banco Pichincha C.A. Inc.  
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

N/A

(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.

N/A

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

N/A

(New jurisdiction)

8. Attached is a certificate of 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)

Eric Gueraen

(Typed or printed name of person signing)

Chief Financial Officer

(Title of person signing)

**"REPUBLIC OF ECUADOR****SUPERINTENDENCIA DE BANCOS Y SEGUROS**

On the right (Seal Superintendencia de Bancos y Seguros, General Secretary)

On the left (Seal)

**RESOLUTION No. SBS-INIF-2006-0433****MAGDALENA MARTINEZ MORA****NATIONAL INTENDENT OF FINANCIAL INSTITUTIONS, RESPONSIBLE****WHEREAS:**

THAT by means of a communication dated on April 3<sup>rd</sup> 2006, registered at this Office on 6 of the same month and year, signed by Mr. Fernando Pozo Crespo, General Manager, Banco del Pichincha C.A., sent three testimonials of the deed No. 1573, on March 27<sup>th</sup> 2006, to Dr. Roberto Salgado Salgado, Third Public Notary of Quito Canton, containing the change of the name "Banco del Pichincha Limited Company" to "Banco Pichincha Limited Company", amendment of sections 1, 2 and 14 and incorporation of Article 61 in the social status of that bank;

THAT by means of an official letter No. GS-2006-3526 of May 2<sup>nd</sup> 2006, the General Secretary of Superintendencia de Bancos y Seguros sent to Banco del Pichincha C.A. the opposition statement for the third parties of the deed of March 27<sup>th</sup> 2006, containing the change of the name "Banco del Pichincha Limited Company" to "Banco Pichincha Limited Company", amendment of sections 1, 2 and 14, and incorporation of Article 61 in the social status, in order to provide its publication for three consecutive days in one of the national newspaper of general circulation;

THAT by means of a communication without number, dated by mistake on July 27<sup>th</sup> 2006, registered into this Office on June 28<sup>th</sup> 2006, Mr. Fernando Pozo Crespo, General Manager of Banco del Pichincha C.A., sent three copies of the newspaper La Hora, corresponding on days 8<sup>th</sup>, 9<sup>th</sup> and 10<sup>th</sup> May 2006, which includes the publication of the extract in question;

THAT by means of a letter No. GS-2006-5321 of June 29<sup>th</sup> 2006, the General Secretary of Superintendencia de Bancos y Seguros, submitted to the Intendencia Nacional de Instituciones Financieras the documentation for the process for changing the name "Banco del Pichincha Limited Company" to "Banco Pichincha Limited Company", amendment of sections 1, 2 and 14, and incorporation of Article 61 in the social status,, where the reasons of opposition have not been set within the period provided in accordance with articles 33,

86, 87, 88 and 89 of the Companies Law, in order to proceed with the corresponding procedure;

THAT the Audit Branch of Financial Institutions Group I Quito, has verified the formal validity in the deed of the change of the name "Banco del Pichincha Limited Company " to "Banco Pichincha Limited Company", amendment of sections 1, 2 and 14, and incorporation of Article 61 in the social status. It considers appropriate to continue with the corresponding procedure, as it manifested in the internal memo-SAIFQI-JNIF No. 2006-475 of July 5<sup>th</sup> 2006 and,

In exercise of the attributions delegated by the Superintendent of Banks and Insurance by Resolution No. ADM-2006-7617 of May 16<sup>th</sup> 2006, and the assignment of functions conferred by Resolution No. ADM-2006-7700, July 12<sup>th</sup> 2006,

On the right (Seal Superintendencia de Bancos y Seguros, General Secretary)

(Another illegible seal)

On the left (Seal)

Page 2

#### RESOLVES:

**ARTICLE 1 - APPROVE** the change of the name "Banco del Pichincha Limited Company" to "Banco Pichincha Limited Company ", amendment of sections 1, 2 and 14, and incorporation of Article 61 in the social status, of that bank in the terms recorded in the deed No. 1573, on March 27<sup>th</sup> 2006, before Dr. Roberto Salgado Salgado, Third Public Notary of Quito Canton.

**ARTICLE 2 - PROVIDE** that Banco Pichincha Limited Company assumes responsibility for all financial and nonfinancial of Banco del Pichincha Limited Company, as an effect of the change of name, amendment of sections 1, 2 and 14, and incorporation of Article 61 in the social status of that bank, in the constant in the terms recorded in the deed No. 1573, on March 27<sup>th</sup> 2006, before Dr. Roberto Salgado, Third Public Notary of Quito Canton.

**ARTICLE 3 - PROVIDE** that the Third Public Notary of Quito Canton, takes note at the margin of the matrix of the deed No. 1573, the change of the name "Banco del Pichincha Limited Company " to "Banco Pichincha Limited Company "; amendment of sections 1, 2 and 14, and incorporation of Article 61 in the social status, in the sense that these corporate acts have been approved by this resolution and set the correspondent reasons.

**ARTICLE 4 - PROVIDE** that the Third Public Notary of Quito Canton, in charge of the registration of the clerk Fernando Aviles Flores, takes note at the margin of the constitution deed of Banco del Pichincha C.A., issued on April 11<sup>th</sup> 1906, that he has proceeded to change the name "Banco del Pichincha Limited Company" to "Banco Pichincha Limited Company", amendment of sections 1, 2 and 14, and incorporation of Article 61 in the social status, in the terms recorded in the deed No. 1573, on March 27<sup>th</sup> 2006, before Dr. Roberto Salgado Salgado, Third Public Notary of Quito Canton and set the correspondent reasons.

**ARTICLE 5 -- PROVIDE** the publication of the full text of this resolution, only once, in a newspaper of national circulation.

**ARTICLE 6 – PROVIDE** that the Trade Registrar of Quito Canton record the Deed with the change of the name "Banco del Pichincha Limited Company" to "Banco Pichincha Limited Company", amendment of sections 1, 2 and 14, and incorporation of Article 61 in the social status, granted on March 27<sup>th</sup> 2006, before Dr. Roberto Salgado Salgado, Third Public Notary of Quito Canton and set this resolution and reference notes referred to in Article 51 of the Registration Act.

**ARTICLE 7 - PROVIDE** that the Trade Registrars of the cantons in which Banco del Pichincha Limited Company has registered real rights, takes note at the margin of the respective inscriptions, that the institution has changed its name to "Banco Pichincha Limited Company" in terms recorded in the deed No. 1573, on March 27<sup>th</sup> 2006, before Dr. Roberto Salgado Salgado, Third Public Notary of Quito Canton, adopted by this resolution.

On the right (Seal Superintendencia de Bancos y Seguros, General Secretary)  
(Illegible seal)

Page 3

**ARTICLE 8- PROVIDE** that "Banco Pichincha Limited Company" proceeds to develop their social status, properly coded to distribute to its shareholders, and send three copies to the Superintendencia de Bancos y Seguros.

**ARTICLE 9 – PROVIDE** that "Banco Pichincha Limited Company" once it have met all the ordered requirements in this resolution, publishes, under the Law, an extract of the deed with the change of the name, amendment of sections 1, 2 and 14, and incorporation of Article 61 in the social status, granted on March 27<sup>th</sup> 2006, before Dr. Roberto Salgado Salgado, Third Public Notary of Quito Canton.



**ARTICLE 10 - GRANT** to "Banco Pichincha Limited Company" the certificates of authorization which cover the operation of the company, subsidiaries, agencies and service extension windows, once you submit to Superintendencia de Bancos y Seguros, the certificates of authorization that were conferred in due course to Banco del Pichincha Limited Company.

**ARTICLE 11 - PROVIDE** that "Banco Pichincha Limited Company ", once it has fulfilled all the orders in this resolution, sends evidence of the proceedings to this office.

**COMMUNICATE.** - Signed in the Superintendencia de Bancos y Seguros, in Quito, Metropolitan District, on July 19<sup>th</sup> 2006.

*Signature*

**Eng. Magdalena Martínez Mora**

**NATIONAL INTENDENT OF FINANCIAL INSTITUTIONS, RESPONSIBLE**

**CERTIFIED BY.-** Quito, Metropolitan District, July 19<sup>th</sup> 2006.

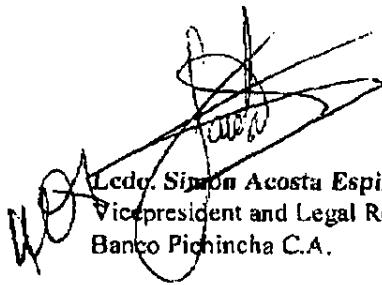
*Signature*

**Lcdo. Pablo Cobo Luna  
GENERAL SECRETARY**

(Seal: Superintendencia de Bancos y Seguros  
I certify that it is faithful copy of the original

*Signature*

**Lcdo. Pablo Cobo Luna  
General Secretary  
July 24<sup>th</sup> 2006)**



**Lcdo. Simon Acosta Espinosa**  
Vicepresident and Legal Representative  
Banco Pichincha C.A.

El texto fue traducido del español al inglés el 1 de agosto de 2012.  
The document was translated to English in August 1, 2012

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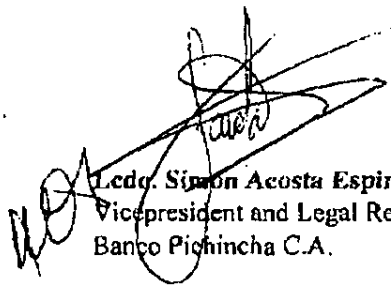
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