

F04000003748

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H04000130201 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
Division of Corporations
Fax Number : (850) 205-0383

From:
Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 222-1092
Fax Number : (850) 222-9428

*Please Note ALL reasons
for rejection or correspondence
Thanks Baylen CT Corp
Please keep 6/21/04 as
file date. Thanks*

FOREIGN PROFIT QUALIFICATION

Fleet National Bank

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

04 JUN 21 AM 10:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Electronic Filing Menu

Corporate Filing

Public Access Help

*JP
6/21/04*



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

June 22, 2004

CT CORPORATION SYSTEM

SUBJECT: FLEET NATIONAL BANK
REF: W04000023909

RECEIVED
04 JUL - 1 PM 1:32
DIVISION OF CORPORATION

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Written approval and clearance of the terms BANK, BANKER, BANKING, TRUST COMPANY, BANCSHARES, SAVINGS & LOAN ASSOCIATION, SAVINGS BANK, or CREDIT UNION or words of similar import, must be obtained from the Office of Financial Institutions, pursuant to section 655.922(2a), Florida Statutes.

Enclosed is a "Name Approval Request" form to be filled out and sent to the address indicated on the form. If the proposed name is approved by the Office of Financial Institutions, resubmit the document and approval letter to the Division of Corporations for filing.

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 list the state on line 2 of the application.

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) 245-6025.

Trevor Brumbley
Document Specialist

FAX Aud. #: R04000130201
Letter Number: 004A00041196

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

FILED
04 JUL 2004
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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. Fleet National Bank

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

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

2. USA

(State or country under the law of which it is incorporated)

3. 04-2472499

(FEI number, if applicable)

4. 02/07/1784

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 100 Federal Street, Boston, MA 02110

(Principal office address)

same

(Current mailing address)

8. See Attachment

(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: CT Corporation System

Office Address: c/o CT Corporation System, 1200 South Pine Island

Plantation

(City)

Florida

33324

(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.

CT Corporation System

By:


(Registered agent's signature)

Jeffrey R. Graves
Assistant Secretary

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 business addresses of officers and/or directors:

SECRET
TALLAHASSEE, FLORIDA

04 JUN 21 AM 10:03

FILED

A. DIRECTORSChairman: SEE ATTACHMENT

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERSPresident: SEE ATTACHMENT

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

FILED
04 JUN 21 AM 10:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

13. Rachel R. Cummings
(Signature of Director or Officer listed in number 12 of the application)14. Rachel R. Cummings, Corporate Secretary
(Typed or printed name and capacity of person signing application)

A. Directors - Fleet National Bank

Chairman; Kenneth D. Lewis; 100 North Tryon Street, Charlotte, NC 28255

Vice Chairman; James H. Hance Jr.; 100 North Tryon Street, Charlotte, NC 28255

Board of Directors;

Amy Woods Brinkley; 100 North Tryon Street, Charlotte, NC 28255

Alvaro G. de Molina; 100 North Tryon Street, Charlotte, NC 28255

Barbara J. Desoer; 100 North Tryon Street, Charlotte, NC 28255

James H. Hance Jr.; 100 North Tryon Street, Charlotte, NC 28255

Liam E. McGee; 100 North Tryon Street, Charlotte, NC 28255

Kenneth D. Lewis; 100 North Tryon Street, Charlotte, NC 28255

Eugene M. McQuade; 100 Federal Street, Boston, MA 02110

Marc D. Oken; 100 North Tryon Street, Charlotte, NC 28255

R. Eugene Taylor; 100 North Tryon Street, Charlotte, NC 28255

B. Officers - Fleet National Bank

President; Eugene M. McQuade, President; 100 Federal Street, Boston, MA 02110

Chairman and CEO; Kenneth D. Lewis; 100 North Tryon Street, Charlotte, NC 28255

Secretary; Rachel R. Cummings; 100 North Tryon Street, Charlotte, NC 28255

Treasurer; Joseph R. Dewhirst; 100 Federal Street, Boston, MA 02110

FILED
04 JUN 21 AM 10:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



OFFICE OF FINANCIAL REGULATION

DON B. SAKON
DIRECTOR

FINANCIAL SERVICES
COMMISSION

JES BUSH
GOVERNOR

TOM GALLAGHER
CHIEF FINANCIAL OFFICER

CHARLIE CRIST
ATTORNEY GENERAL

CHARLES BRONSON
COMMISSIONER OF
AGRICULTURE

June 24, 2004

Ms. Mare Purcell, CLA
Paralegal
Bank of America
Legal Department
NC1-002-28-01
101 South Tryon Street
Charlotte, North Carolina 28255

Dear Ms. Purcell:

Re: Fleet National Bank

Thank you for your recent letter/fax requesting name approval of the above referenced federally-chartered institution located in Providence, Rhode Island.

As Section 655.022, Florida Statutes, exempts a financial institution, holding company or its subsidiaries from the prohibition of using the word "bank," "banker," "banking," "trust company," "savings and loan association," "savings bank," or "credit union" in its corporate name, the Office will not object to the use of the above corporate name being registered to transact business as a foreign corporation in the state of Florida.

Sincerely,

Linda B. Charity
Deputy Director
Financial Institutions

LBC:ker

cc: Karon Beyer, Chief, Bureau of Commercial Recordings
Division of Corporations, Secretary of State's Office

FILED
04 JUN 21 AM 10:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



JOHN ELIAS BALDACCIO
GOVERNOR

STATE OF MAINE
DEPARTMENT OF PROFESSIONAL
AND FINANCIAL REGULATION
BUREAU OF FINANCIAL INSTITUTIONS
36 STATE HOUSE STATION
AUGUSTA, MAINE
04333-0036

HOWARD R. GRAY, JR.
SUPERINTENDENT

June 8, 2004

Mara E. Purcell, CLA
Bank of America, Legal Department
NC1-002-29-01
101 South Tryon Street
Charlotte, NC 28255

Re: Restricted Term Filing - Fleet National Bank

Dear Mara:

Thank you for submitting a restricted term filing on behalf of Fleet National Bank. The filing indicates that the bank is a national banking association conducting the business of banking in Maine.

The Maine Banking Code at 9-B MRSA 241(9) prohibits use of the word "bank" by organizations which are not duly authorized under the laws of this State, another State or the United States to conduct the business of banking. The business of banking "means the soliciting, receiving or accepting of money or its equivalent on deposit and the loaning of money as a regular business by any person." 9-B MRSA 131(5). Fleet National Bank is a commercial bank regulated by the OCC. As such, it is entitled to use the word "bank" when conducting business in Maine.

If you have questions, please let me know. Thank you.

Sincerely,

John A. Barr, Attorney

CC: Nancy Wright, Corporations Division, Maine Office of the Secretary of State

FILED
04 JUN 21 AM 10:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



PRINTED ON RECYCLED PAPER



Comptroller of the Currency
Administrator of National Banks

Washington, D.C. 20219

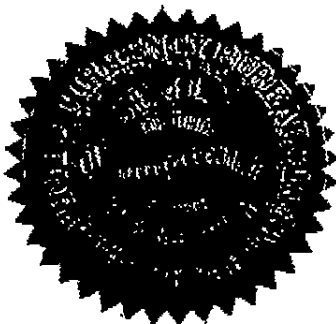
CERTIFICATE OF CORPORATE EXISTENCE

I, John D. Hawke, Jr., Comptroller of the Currency, do hereby certify that:

1. The Comptroller of the Currency, pursuant to Revised Statutes 324, et seq., as amended, 12 U.S.C. 1, et seq., as amended, has possession, custody and control of all records pertaining to the chartering of all National Banking Associations.

2. "Fleet National Bank," Providence, Rhode Island, (Charter No. 200) is a National Banking Association formed under the laws of the United States and is authorized thereunder to transact the business of banking on the date of this Certificate.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and caused my seal of office to be affixed to these presents at the Treasury Department in the City of Washington and District of Columbia, this June 14, 2004.



John D. Hawke, Jr.