



THE UNITED STATES
CORPORATION
COMPANY

F000000000882

ACCOUNT NO. : 072100000032

REFERENCE : 573975 4313315

AUTHORIZATION : Patricia Pappalardo

COST LIMIT : \$ 70

FILED STATE
CLERK OF CORPORATIONS
00 FEB 17 PM 2:10

ORDER DATE : February 2, 2000

ORDER TIME : 11:50 AM

400003138644--0

ORDER NO. : 573975-010

CUSTOMER NO: 4313315

CUSTOMER: Linda E. Flood, Legal Asst
The Dime Savings Bank Of New
Eab Plaza-east Tower, 10th Fl
Law Department
Uniondale, NY 11556

FOREIGN FILINGS

NAME: HUDSON UNITED BANK

XXXX QUALIFICATION (TYPE: BNK)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Carrie Vaught

RECEIVED
00 FEB 17 PM 12:07
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

BK
2/17/00



ROBERT F. MILLIGAN
COMPTROLLER OF FLORIDA

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

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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RECEIVED LAW DEPARTMENT

February 4, 2000

FEB - 7 2000

Dorothy Cavalier, Esquire
The Dime Savings Bank
of New York, FSB
Law Department
EAB Plaza
East Tower - 10th Floor
Uniondale, New York 11556-0128

Dear Ms. Cavalier:

Re: Hudson United Bank

Reference is made to your letter/fax requesting approval of the above-referenced corporate name which is a New Jersey state-chartered financial institution, proposing to transact business in the state of 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/fictitious name to transact business in the state of Florida.

Sincerely,

Art Simon
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.

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1. Hudson United Bank
(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. New Jersey 3. 22 1003680
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 7/28/1890 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. N/A UPON QUALIFICATION
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 1000 MacArthur Boulevard
Mahwah, NY 07430
(Current mailing address)
8. Purchase of retail installment contracts from automobile dealers
(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: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida, 32301
(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.

Corporation Service Company
By: Deborah D. Skipper
(Registered agent's signature)

Deborah D. Skipper
as its agent

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)

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

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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. _____

D. Lynn Van Borkulo-Nuzzo, Esq.

(Type or printed name and capacity of person signing application)
**Executive Vice President and
Corporate Secretary**

Hudson United Bank Directors

Robert J. Burke
One Demarest Court
Englewood Cliffs, NJ 07632

W. Peter McBride
710 Franklin Lake Avenue
Franklin Lakes, NJ 07417

Kenneth T. Neilson
256 Indian Trail Drive
Franklin Lakes, NJ 07417

Joseph M. Ochman, Sr.
774 Alison court
Morrestown, NJ 08057-1415

Emilio A. Pelaez
408 Elizabeth Street
Fort Lee, NJ 07024

Joseph R. Pfeifer
282 Barnstable Driver
Wyckoff, NJ 07481

Robert T. Pluese
120 Chews Landing Road
Haddonfield, NJ 08033

Charles F.X. Poggi
606 Floyd Street
Englewood Cliffs, NJ

Jeh V. Johnson
14 Edge Hill Road
Wappingers Falls, NY 12590

Douglas Porto
15 Altamont Road
Bloomingberg, NY 12721

Joseph B. Tockarshewsky
1 Dwight Street
Poughkeepsie, NY 12601

Donald P. Calcagnini
101 Linewood Avenue
Branford, CT 06405

William D. Rueckert
850 Howell's Farm road
Southport, CT 06490

Robert Goldstein
1845 Walnut Street, 10th Floor
Philadelphia, PA 19103

William D. White
1750 High View Lane
Upper Black Eddy, PA 18972

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Hudson United

Executive Management

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Kenneth T. Neilson
256 Indian Trail Drive
Franklin Lakes, NJ 07417

Chairman, President & Chief Executive Officer

D. Lynn Van Borkulo-Nuzzo
87 Woods Road
Little Falls, NJ 07424

Executive Vice President & Corporate Secretary

John F. McIlwain
86 Redmont Road
Watchung, NJ 07060

Executive Vice President & Chief Credit Officer

Margaret Warianka
10 Paddock Ct.
Branchburg, NJ 08876

Executive Vice President & Chief Operations
Officer

Thomas J. Shara
92 Frost Ct.
Wyckoff, NJ 07481

Executive Vice President

Thomas R. Nelson
8 East Lake Road
Kinnelon, NJ 07405

Executive Vice President & President of
Shoppers Charge Accounts Division.

Chris McFadden
2 Darian CT, Apt. 2A
Pamona, NY 10970

Senior Vice President & Controller



State of New Jersey
DEPARTMENT OF BANKING AND INSURANCE
DIVISION OF BANKING
PO Box 40
TRENTON, NJ 08625-0040


CHRISTINE TODD WHITMAN
Governor

KAREN L. SUTER
Acting Commissioner

February 15, 2000

TO WHOM IT MAY CONCERN:

THIS IS TO CERTIFY that **HUDSON UNITED BANK**, with its principal office located at **1000 MacArthur Boulevard, Mahwah, Bergen County** is a corporation duly incorporated under the laws of this State and authorized by the Commissioner of Banking and Insurance to transact business in this State.



Michael D. Sheridan

Michael D. Sheridan
Chief Examiner
Applications

per [signature]

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