

Document Number only

CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
850-222-1092

DATE: 10/26

Corporation(s) Name

Admiralty Bancorp, LLC

FILED
00 OCT 26 PM 12:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

☒ Profit
☐ Nonprofit

☐ Amendment

☐ Merger

900003440929--3

-10/26/00--01084--005

*****70.00 *****70.00

☒ Foreign
☐ LLC

☐ Dissolution
☐ Withdrawal

☐ Mark

☐ Limited Partnership
☐ Reinstatement
☐ UCC ☐ 1 or ☐ 3

☐ UBR
☐ Fictitious Name

☐ Other
☐ Ch. RA

***Special Instructions**

☐ Certified Copy
☐ arts/ameds/mergers ☐ Other-See Above

☐ Photocopies

☐ CUS

☒ Walk in

☒ Pick-up

☐ Will Wait

Please Return Filed Stamped
Copies To:

Carol Clark

Thank You!

(10)

32
10/26

RECEIVED
00 OCT 26 PM 1:10
TALLAHASSEE, FLORIDA
SECRETARY OF STATE



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

October 26, 2000

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: ADMIRALTY BANCORP, INC.
Ref. Number: W00000025814

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for ADMIRALTY BANCORP, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$70.00 payment.

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.

RECEIVED
00 OCT 31 AM 11:16
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

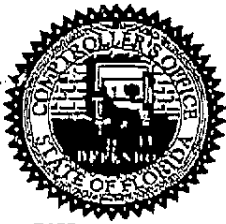
Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

To: Buck Kohr
Corporate Specialist

Letter Number: 300A00055979

Ltr attached!
TKS
Carol
Please backdate to 10-26-00

ROBERT F. MILLIGAN
COMPTROLLER OF FLORIDA

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

October 31, 2000

Jared M. Witt
Jamieson Moore Peskin & Spicer
177 Madison Avenue
Morristown, New Jersey 07960

Dear Mr. Witt:

Re: "Admiralty Bancorp, Inc."

Reference is made to your letter/fax dated October 30, requesting approval of the above-referenced corporate name which will be a bank holding company for Admiralty Bank, Palm Beach Gardens, Florida.

As Section 655.922, 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 Division of Banking will not object to the use of the above corporate name being registered to transact business in the state of Florida.

Sincerely,

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

Alex Hager
Director

:kr

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

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TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: ADMIRALTY BANCORP, INC.
(Name of corporation - must include suffix)

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00 OCT 26 PM 12:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir or Madam:

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:

Jared M. Witt

(Name of Person)

Jamieson, Moore, Peskin & Spicer

(Firm/Company)

177 Madison Avenue

(Address)

Morristown, New Jersey 07960

(City/State and Zip code)

For further information concerning this matter, please call:

Jared M. Witt

(Name of Person)

at (973) 984-1616

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Registration 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

**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. Admiralty Bancorp, Inc.
(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. Delaware
(State or country under the law of which it is incorporated)
3. Applied For
(FEI number, if applicable)
4. 12/29/92
(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. 4400 PGA Boulevard, Suite 100
(Principal office address)
- Palm Beach Gardens, Florida 33410
(Current mailing address)

8. To engage in any lawful act or activity which foreign corporations may conduct
(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: Kevin Sacket

Office Address: Admiralty Bank
4400 PGA Boulevard, Suite 100

Palm Beach Gardens, Florida 33410
(City) (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.

Kevin M. Sacket

(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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See Addendum

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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TALLAHASSEE, FLORIDA

B. OFFICERS

President: See Addendum

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. _____

Kevin M. Sacket, Treasurer
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. _____

Kevin Sacket, Treasurer

(Typed or printed name and capacity of person signing application)

**ADDENDUM TO
APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA**

ADMIRALTY BANCORP, INC.

12. A. DIRECTORS.

Chairman of the Board:
Bruce A. Mahon

Business Address:
Admiralty Bank
4400 PGA Boulevard, Suite 100
Palm Beach Gardens, FL 33410

Directors:
Sidney Hofing

Admiralty Bank
4400 PGA Boulevard, Suite 100
Palm Beach Gardens, FL 33410

Peter L. A. Pantages

Admiralty Bank
4400 PGA Boulevard, Suite 100
Palm Beach Gardens, FL 33410

Ward Kellogg

Admiralty Bank
4400 PGA Boulevard, Suite 100
Palm Beach Gardens, FL 33410

Joseph Veccia

Admiralty Bank
4400 PGA Boulevard, Suite 100
Palm Beach Gardens, FL 33410

William Berger

Admiralty Bank
4400 PGA Boulevard, Suite 100
Palm Beach Gardens, FL 33410

David B. Dickenson

Admiralty Bank
4400 PGA Boulevard, Suite 100
Palm Beach Gardens, FL 33410

Thomas L. Gray

Admiralty Bank
4400 PGA Boulevard, Suite 100
Palm Beach Gardens, FL 33410

Leslie E. Goodman

Admiralty Bank
4400 PGA Boulevard, Suite 100
Palm Beach Gardens, FL 33410

George Zoffinger

Admiralty Bank
4400 PGA Boulevard, Suite 100
Palm Beach Gardens, FL 33410

Craig Spencer

Admiralty Bank
4400 PGA Boulevard, Suite 100
Palm Beach Gardens, FL 33410

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Richard Rosa

Admiralty Bank
4400 PGA Boulevard, Suite 100
Palm Beach Gardens, FL 33410

Mark Wolters

Admiralty Bank
4400 PGA Boulevard, Suite 100
Palm Beach Gardens, FL 33410

Patrick C. Mathes III

Admiralty Bank
4400 PGA Boulevard, Suite 100
Palm Beach Gardens, FL 33410

Douglas P. Hooker

Admiralty Bank
4400 PGA Boulevard, Suite 100
Palm Beach Gardens, FL 33410

Randy O. Burden

Admiralty Bank
4400 PGA Boulevard, Suite 100
Palm Beach Gardens, FL 33410

Thomas J. Hanford

Admiralty Bank
4400 PGA Boulevard, Suite 100
Palm Beach Gardens, FL 3341000 OCT 26 PM 12:56
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12. B. OFFICERS

President, Chief Executive Officer:

Ward Kellogg

Admiralty Bank
4400 PGA Boulevard, Suite 100
Palm Beach Gardens, FL 33410Chief Operating Officer:

William Burke

Admiralty Bank
4400 PGA Boulevard, Suite 100
Palm Beach Gardens, FL 33410Executive Vice President:

Edward Gerrits,

Admiralty Bank
4400 PGA Boulevard, Suite 100
Palm Beach Gardens, FL 33410Treasurer:

Kevin Sacket

Admiralty Bank
4400 PGA Boulevard, Suite 100
Palm Beach Gardens, FL 33410Managing Director of Orlando Operations:

Randy O. Burden

Admiralty Bank
4400 PGA Boulevard, Suite 100
Palm Beach Gardens, FL 33410

Richard Rosa Admiralty Bank
4400 PGA Boulevard, Suite 100
Palm Beach Gardens, FL 33410

Mark Wolters Admiralty Bank
4400 PGA Boulevard, Suite 100
Palm Beach Gardens, FL 33410

Patrick C. Mathes III Admiralty Bank
4400 PGA Boulevard, Suite 100
Palm Beach Gardens, FL 33410

Douglas P. Hooker Admiralty Bank
4400 PGA Boulevard, Suite 100
Palm Beach Gardens, FL 33410

Randy O. Burden Admiralty Bank
4400 PGA Boulevard, Suite 100
Palm Beach Gardens, FL 33410

Thomas J. Hanford Admiralty Bank
4400 PGA Boulevard, Suite 100
Palm Beach Gardens, FL 33410

12. B. OFFICERS

President, Chief Executive Officer:

Ward Kellogg Admiralty Bank
4400 PGA Boulevard, Suite 100
Palm Beach Gardens, FL 33410

Treasurer:

Kevin Sacket Admiralty Bank
4400 PGA Boulevard, Suite 100
Palm Beach Gardens, FL 33410

Secretary:

John Kapsis Admiralty Bank
4400 PGA Boulevard, Suite 100
Palm Beach Gardens, FL 33410

FILED
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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ADMIRALTY BANCORP, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FIFTH DAY OF OCTOBER, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

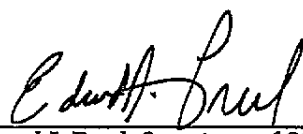
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TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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Edward J. Freel, Secretary of State

AUTHENTICATION: 0753982

DATE: 10-25-00