

CT CORPORATION SYSTEM

# F01000002368

FILED  
01 MAY -3 PM 1:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CORPORATION(S) NAME

Branch Banking And Trust Company

0

100004133901--0  
-05/03/01--01092--003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

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|----------------------------------------------|-------------------------------------------------|---------------------------------------------|
| <input checked="" type="checkbox"/> Profit   | <input type="checkbox"/> Amendment              | <input type="checkbox"/> Merger             |
| <input type="checkbox"/> Nonprofit           | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark               |
| <input checked="" type="checkbox"/> Foreign  | <input type="checkbox"/> Reinstatement          | <input type="checkbox"/> Other              |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report          | <input type="checkbox"/> Change of RA       |
| <input type="checkbox"/> LLC                 | <input type="checkbox"/> Name Registration      | <input type="checkbox"/> UCC                |
| <input type="checkbox"/> Certified Copy      | <input type="checkbox"/> Fictitious Name        | <input type="checkbox"/> CUS                |
| <input type="checkbox"/> Photocopies         | <input type="checkbox"/> Call When Ready        | <input type="checkbox"/> Call If Problem    |
| <input type="checkbox"/> Call When Ready     | <input type="checkbox"/> Call If Problem        | <input type="checkbox"/> After 4:30         |
| <input checked="" type="checkbox"/> Walk In  | <input type="checkbox"/> Will Wait              | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out            |                                                 |                                             |

RECEIVED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
2001 MAY -3 AM 11:24  
TALLAHASSEE, FLORIDA  
TO ASSISTANT SECRETARY OF FINANCE

Name \_\_\_\_\_  
Availability \_\_\_\_\_  
Document \_\_\_\_\_  
Examiner \_\_\_\_\_  
Updater \_\_\_\_\_  
Verifier \_\_\_\_\_  
W.P. Verifier \_\_\_\_\_

5/3/01

Order#: 4247064

CB

Handwritten initials: BK 5/3

Ref#: \_\_\_\_\_

Amount: \$ \_\_\_\_\_

660 East Jefferson Street  
Tallahassee, FL 32301  
Tel. 850 222 1092  
Fax 850 222 7615



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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01 MAY -3 PM 1:15  
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TALLAHASSEE, FLORIDA

April 24, 2001

John D. Socknat  
Weiner Brodsky Sidman Kider PC  
1300 Nineteenth Street, NW  
Fifth Floor  
Washington DC 20036-1609

Dear Mr. Socknat:

Re: "Branch Banking & Trust Company"

Reference is made to your letter/fax dated April 23, requesting approval of the above-referenced name in order to process the "Application by a Foreign Corporation for Authorization to Transact Business in Florida" with the Secretary of State's Office - Division of Corporations.

Your letter indicates that Branch Banking & Trust Company, a North Carolina chartered bank located in Wilson, North Carolina, will operate a loan production office in the state of Florida.

As Section 655.922, 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 above-subject name being authorized to transact business as a foreign corporation in the state of Florida.

Sincerely,

Alex Hager  
Director

:kr

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

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

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MAY -3 PM 11:15  
SECRETARY OF STATE  
TALLAHASSEE, 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.

- Branch Banking and Trust Company  
(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.)
- North Carolina  
(State or country under the law of which it is incorporated)
- 56-1074313  
(FEI number, if applicable)
- March 1, 1974  
(Date of incorporation)
- Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
- upon qualification  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
- 223 W. Nash Street (Mail code 100-01-05-40)  
Wilson, NC 27893  
(Current mailing address)
- mortgage lending  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
- Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box NOT acceptable)  
Name: C T Corporation System  
Office Address: 1200 South Pine Island Road  
Plantation, 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.*

Mark Dffenbaugh  
C T Corporation System  
(Registered agent's signature) Mark Dffenbaugh  
VP

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: Please see attached.

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

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

President: Please see attached.

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. Timothy C. Dale - Executive Vice President Timothy C. Dale  
(Typed or printed name and capacity of person signing application)

BRANCH BANKING AND TRUST COMPANY  
EXECUTIVE OFFICERS

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NAME/ TITLE	DATE APPOINTED TO E-TEAM	HOME ADDRESS/ PHONE NUMBER	BUSINESS ADDRESS/ PHONE NUMBER
John A. Allison, IV Chairman and Chief Executive Officer	February 28, 1995		BB&T Corporation P.O. Box 1250 Winston-Salem, NC 27102-1250 (336) 733-2275
W. Kendall Chalk Senior Executive Vice President	February 28, 1995		Branch Banking and Trust Company P.O. Box 1250 Winston-Salem, NC 27102-1250 (336) 733-2280
Robert E. Greene President	February 28, 1995		Branch Banking and Trust Company P.O. Box 1250 Winston-Salem, NC 27102-1250 (336) 733-2304
Sherry A. Kellett Senior Executive Vice President and Controller	March 6, 1998		Branch Banking and Trust Company Financial Management P.O. Box 1290 Winston-Salem, NC 27102-1290 (336) 733-3003
Kelly S. King Senior Executive Vice President	February 28, 1995		Branch Banking and Trust Company P.O. Box 1250 Winston-Salem, NC 27102-1250 (336) 733-2315
C. Leon Wilson Senior Executive Vice President	December 22, 1999		Branch Banking and Trust Company P.O. Box 819 Wilson, NC 27894 (252) 246-3487
Scott E. Reed Senior Executive Vice President and Chief Financial Officer	February 28, 1995		Branch Banking and Trust Company P.O. Box 1290 Winston-Salem, NC 27102-1250 (336) 733-3088
Henry G. Williamson, Jr. Chief Operating Officer	February 28, 1995		Branch Banking and Trust Company P.O. Box 1250 Winston-Salem, NC 27102-1250 (336) 733-2306

\*

sent to Sam

**BB&T/NC BOARD**

*Board Members  
February 2000*

25

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Name/Occupation Business Address/Telephone	Home Address Telephone/Spouse/Birthdate	Year/Joined BB&T Board
<p><b>Joseph B. Alala, Jr. (Joe)</b> President Alala, Mullen, Holland &amp; Cooper, P.A. P.O. Box 488, 301 York Street Gastonia, NC 28053-0488 Phone: 704/864-9521 FAX: 704/861-8394</p>		<p align="center">1983</p> <p align="center">Retire: 2003</p>
<p><b>John A. Allison, IV (John)</b> Chairman &amp; CEO BB&amp;T Corporation/Branch Banking &amp; Trust Co. 200 W. Second Street P.O. Box 1250 Winston-Salem, NC 27102-1250 Phone: 336/733-2275 FAX: 336/733-2279 Interoffice Mail Code: 001-16-14-11</p>		<p align="center">1987</p> <p align="center">Retire: 2018</p>
<p><b>John V. Andrews (John)</b> President Mailing Address: High Performance Metals Group Alleghany Teledyne, Inc. P. O. Box 5030 Monroe, NC 28111-5030 Phone: 704/289-4511 FAX: 704/292-1959 Street Address: 2020 Ashcraft Ave. Monroe, NC 28110</p>		<p align="center">1997</p> <p align="center">Retire: 2004</p>
<p><b>W. Watson Barnes, Sr. (Watson)</b> President, Wilson Petroleum Company, Inc. P.O. Box 1547 Wilson, NC 27894 Phone: 252/237-3101 FAX: 252/237-6774</p>		<p align="center">1980</p> <p align="center">Retire: 2006</p>

Name/Occupation Business Address/Telephone	Home Address Telephone/Spouse/Birthdate	Year Joined BB&T Board
<p><b>William F. Black (Bill)</b> Executive Vice President of the former Southern National Corp. (retired) Phone: 336/288-4844</p>		<p>1984<sup>5</sup>  Retire: 2000</p>
<p><b>Robert L. Brady (Bob)</b> Senior Vice President BB&amp;T (retired)</p>		<p>1991  Retire: 2000</p>
<p><b>W. E. Carter (Gene)</b> President, W. E. Carter Realty (real estate) Mailing Address: P. O. Box 750 Raeford, NC 28376 Phone: 910/875-3724 Fax: 910/904-2213 (BB&amp;T next door) Street Address: 211 S Main St., Raeford, NC 28376</p>		<p>1997  Retire: 2009</p>
<p><b>W. G. Clark, III (Bill)</b> President, Clark Industries, Inc. P.O. Box 1159, 118 Saint James Street Tarboro, NC 27886 Phone: 252/823-4169 FAX: 252/823-1184</p>		<p>1980  Retire: 2003</p>
<p><b>Jesse W. Corbett, Jr. (Buddy)</b> President of Corbett Motor Company President, Corbett Leasing Buick, Oldsmobile, GMC Truck (retired)</p>		<p>1980  Retire: 2007</p>

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Name/Occupation Business Address/Telephone	Home Address Telephone/Spouse/Birthdate	Year Joined BB&T Board
<p><b>Fred H. Deaton, Jr. (Fred)</b>            Personal Investments            P.O. Box 1021            Statesville, NC 28687            Phone: 704/873-8316</p>		<p>01 MAY -3 1970 FILED            RETIRE: 2000            SECRETARY OF STATE            TALLAHASSEE, FLORIDA</p>
<p><b>Thomas K. Ferguson (Tom)</b>            President and Chief Executive Officer            Mason-Dixon Bancshares            P.O. Box 1100            Westminster, MD 21158            Phone: 410/857-3400            FAX: 410/857-3410            Street Address:            45 West Main Street            Westminster, MD 21157</p>		<p>1999            Retire: 2012</p>
<p><b>J. Littleton Glover, Jr. (Litt)</b>            Glover &amp; Davis, P.A.            P.O. Box 1038            Newnan, GA 30264            Phone: 770/683-6000            FAX: 770/683-6010            Street Address:            10 Brown Street            Newnan, GA 30264</p>		<p>1999            Retire: 2012</p>
<p><b>Robert E. Greene (Rob)</b>            President of BB&amp;T            Senior Executive Vice President of BB&amp;T Corp.            P.O. Box 1250            Winston-Salem, NC 27102-1250            Phone: 336/733-2304            FAX: 336/733-2314            Interoffice Mail Code: 001-16-14-13</p>		<p>1995            Retire: 2020</p>



Name/Occupation Business Address/Telephone	Home Address Telephone/Spouse/Birthdate	Year Joined BB&T Board
<p><b>Robert F. Hatcher (Bob)</b>            President and CEO            First Liberty Financial Corp.            201 Second Street            Macon, GA 31297            Phone: 912/722-7400            FAX: 912/722-7288</p>		<p>01 MAY 2011            FILED            SECRETARY OF STATE            TALLAHASSEE, FLORIDA            Retire 2011</p>
<p><b>James E. Heins (Buddy)</b>            President, Heins Telephone Company            Vice President of Government Relations All-Tel            (retired)</p>		<p>1985             Retire: 2000</p>
<p><b>I. Patricia Henry (Pat)</b>            Plant Manager            Eden Plant – Miller Brewing Co.  <b>DO NOT MAIL TO:</b>            P.O. Box 3327            Eden, NC 27289            Phone: 336/627-2204            FAX: 336/627-2382</p>		<p>1999             Retire: 2017</p>
<p><b>James C. High (Jim)</b>            President            The News Reporter Co., Inc.            Mailing Address:            P. O. Box 707            Whiteville, NC 28472            Phone: 910/642-4104            FAX: 910/642-1856            Street Address:            127 W. Columbus Street            Whiteville, NC 28472</p>		<p>1997             Retire: 2003</p>
<p><b>Donald Charles Hiscott (Don) <u>Send Mail &gt;&gt;</u></b>            President Emeritus            Southeastern Regional Medical Center            P.O. Box 1408 (<u>Never mail to this business address -</u>  <u>Lumberton, NC 28359 mail to home address only</u>)</p>		<p>1987             Retire: 2002</p>

Name/Occupation Business Address/Telephone	Home Address Telephone/Spouse/Birthdate	Year Joined BB&T Board
<p>✓ <i>Kelly S. King (Kelly)</i>  President of BB&amp;T Corporation  Senior Executive Vice President of BB&amp;T  P.O. Box 1250  Winston-Salem, NC 27102-1250  Phone: 336/733-2315  FAX: 336/733-2314  Interoffice Mail Code: 001-16-14-16</p>		<p>01 1995 FILED  SECRETARY OF STATE  TALLAHASSEE, FLORIDA  MAY -3 PM 1:15  Retire: 2018</p>
<p><i>Dan R. Moore (Dan)</i>  Chairman &amp; CEO  Matewan National Bank  P.O. Box 100  Williamson, WV 25661  Phone: 304/235-1544  FAX: 304/235-1566</p>		<p>1999   Retire: 2010</p>
<p><i>Charles A. Patton (Chuck)</i>  Consultant  Home Office:  Phone: 804/452-3310  FAX: 804/452-5822</p>		<p>1998   Retire: 2026</p>
<p><i>Darrell D. Pittard (Darrell)</i>  EVP of Branch Banking and Trust Company  Chief Executive Officer of Premier Lending Corp.  Premier Bank  2180 Atlanta Plaza  950 East Paces Ferry Road  Atlanta, GA 30326  Phone: 404/814-3090, ext. 106  FAX: 404/816-4314</p>		<p>2000   Retire: 2018</p>

Name/Occupation Business Address/Telephone	Home Address Telephone/Spouse/Birthdate	Year Joined BB&T Board
<p><b>Theodore Reaves Reynolds (Ted)</b>            Attorney-at-Law, Senior Partner            Reynolds &amp; Pendergrass, P.A.            P.O. Box 26506            316 W. Edenton Street            Raleigh, NC 27611            Phone: 919/832-4110            FAX: 919/832-3884</p>		<p>1988            Retire: 2002</p>
<p><b>Larry J. Waggoner (Larry)</b>            President            Rental Towel &amp; Uniform Service, Inc.            (retired)            Phone: 336/226-6210 (office)            FAX: 336/578-5984</p> <p>Street Address while in Graham:            1315 Hideaway Lane            Graham, NC 27253</p>		<p>1985            Retire: 2005</p>
<p><b>Henry G. Williamson, Jr. (Henry)</b>            Chief Operating Officer of BB&amp;T Corporation/            Branch Banking and Trust Company            P.O. Box 1250            Winston-Salem, NC 27102-1250            Phone: 336/733-2306            FAX: 336/733-2314            Interoffice Mail Code: 001-16-14-12</p>		<p>1986            Retire: 2017</p>

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 TALLAHASSEE, FLORIDA



# NORTH CAROLINA

## Department of The Secretary of State

### CERTIFICATE OF EXISTENCE

I, ELAINE F. MARSHALL, Secretary of State of the State of North Carolina, do hereby certify that

### BRANCH BANKING AND TRUST COMPANY

is a bank duly incorporated under Chapter 53 and Chapter 55 of the North Carolina General Statutes, having been incorporated on the 1st day of March, 1974 with its period of duration being Perpetual.

I FURTHER certify that, as of the date set forth hereunder, the articles of incorporation of BRANCH BANKING AND TRUST COMPANY not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said corporation is not administratively dissolved for failure to comply with the provisions of the North Carolina Business Corporation Act; and that the said corporation has not filed articles of dissolution as of the date of this certificate.

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 1st day of May, 2001.

*Elaine F. Marshall*  
Secretary of State

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA