

FD1000004328

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: First Mutual Bank, a Washington Corporation
(Name of corporation - must include suffix)

8/15

MJH

Dear Sir or Madam: 00855-00511-00672

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:

Scott Harlan
(Name of Person)
First Mutual Bank
(Firm/Company)
PO Box 1647
(Address)
Bellevue, WA 98009-1647
(City/State and Zip code)

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-07/13/01--01079--001
*****87.50 *****87.50

For further information concerning this matter, please call:

Phyllis Easterlin at (425) 455-7300
(Name of Person) (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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

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

FOSTER PEPPER & SHEFELMAN PLLC
ATTORNEYS AT LAW



July 11, 2001

00645

VIA MESSENGER

00855 - 00511 - 00672

Direct Phone
(206) 447-4684

Direct Facsimile
(206) 749-2040

E-Mail
marcc@foster.com

Mr. Scott Harlan
First Mutual Bank
400 108th Avenue NE
Bellevue, WA 98004-5508

W001-16384

Re: Certificate of Good Standing/Division of Banks

Dear Scott:

Per your request, enclosed is the original Certificate of Good Standing for First Mutual Savings Bank, which we received from the Division of Banks, Department of Financial Institutions. This should work to submit with the Application by Foreign Corporation to Transact Business in Florida to be filed with the Division of Corporations in Florida.

Please feel free to call Bill or me if you have any questions or need anything else.

Sincerely,

Colleen M. Marcin
Corporate Paralegal

Enclosure

cc: William V. Taylor
Douglas R. Prince

1111 THIRD
AVENUE
Suite 3400
SEATTLE
Washington
98101-3299

Telephone
(206) 447-4400
Facsimile
(206) 447-9700
Website
WWW.FOSTER.COM

ANCHORAGE
Alaska

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Washington

SPOKANE
Washington



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 17, 2001

COLLEEN M. MARCIN
FOSTER PEPPER & SHEFELMAN PLLC
1111 THIRD AVENUE, SUITE 3400
SEATTLE, WA 98101-3299

SUBJECT: FIRST MUTUAL SAVINGS BANK
Ref. Number: W01000016384

We have received your document for FIRST MUTUAL SAVINGS BANK and your check(s) totaling \$87.50. However, the document has not been filed and is being retained in this office for the following:

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 Division of Banking, pursuant to section 655.922(2a), Florida Statutes.

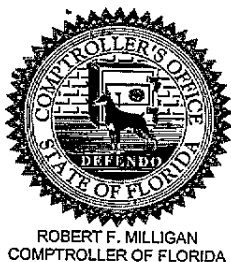
Enclosed is a "Name Approval Request" form to be filled out and sent to the address indicated on the form. If the proposed name is approved by the Division of Banking, resubmit the document and approval letter to the Division of Corporations for filing.

The name listed in number one of the application must be identical to the name listed in the certificate of existence.

If you have any questions concerning the filing of your document, please call (850) 245-6967.

Michelle Hodges
Document Specialist

Letter Number: 801A00041804



OFFICE OF THE COMPTROLLER

DEPARTMENT OF BANKING AND FINANCE

STATE OF FLORIDA

TALLAHASSEE

32399-0350

August 7, 2001

RECEIVED BY

AUG 13 2001

CORPORATE DEPARTMENT

Colleen M. Marcin
Corporate Paralegal
Foster Pepper & Shefelman PLLC
1111 Third Avenue, Suite 3400
Seattle, Washington 98101

Re: "First Mutual Bank"

Dear Ms. Marcin:

Thank you for your recent letter/fax requesting approval for use of the above-referenced corporate name.

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 as a foreign corporation to transact business 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

Scott B. Harlan, First Mutual Bank, 400 108th Avenue NE,
Bellevue, Washington 98004

**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. First Mutual 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. Washington State 3. 91-0594387
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 2/25/52 5. Perpetual
(Date of incorporation) (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. 3105 Hartley, Jacksonville, FL Suite 12B
(Principal office address)
PO Box 1647, Bellevue, WA 98009-1647
(Current mailing address)
8. Purchase Retail Installment Contracts from Home Improvement Contractors
(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: Mike Brenner
Office Address: 3015 Hartley - Suite 12B
Jacksonville, Florida 32257
(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.



(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.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: F. Kemper Freeman, JR.

Address: PO Box 4186
Bellevue, WA 98009-4186

Vice Chairman: H. Scott Wallace

Address: PO Box 1647
Bellevue, WA 98009-1647

Director: See attached for remaining directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: John Valaas, President and CEO

Address: PO Box 1647
Bellevue, WA 98009-1647

Vice President: Scott Harlan

Address: PO Box 1647
Bellevue, WA 98009-1647

Secretary: Phyllis Easterlin

Address: PO Box 1647
Bellevue, WA 98009-1647

Treasurer: Bellevue, WA 98009-1647

Treasurer Address: Roger Mandery, PO Box 1647, Bellevue, WA 98009-1647

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. John Valaas, President & CEO
(Typed or printed name and capacity of person signing application)

**Other Directors of
First Mutual Bank
First Mutual Bancshares, Inc.**

James J. Doud, Jr.
Retired
PO Box 1647
Bellevue, WA 98009-1647

Mary Case Dunnam
Active volunteer in various community
groups and homemaker
PO Box 1647
Bellevue, WA 98009

Janine Florence
President of Property Development Corp.
P. O. Box 1863
Bellevue, WA 98009-1863

Victor E. Parker
President of Parker Smith & Feek, Inc.
2233 112th Ave. N.E.
Bellevue, WA 98004

George W. Rowley, Jr.
Chairman and Chief Executive Officer of
Rowley Enterprises, Inc.
1595 N.W. Gilman Blvd.
Issaquah, WA 98027

Richard S. Sprague
Vice President and Secretary of
Bellevue Square Managers, Inc.
P. O. Box 4186
Bellevue, WA 98009-4186

John R. Valaas
President and Chief Executive Officer of
First Mutual Bank and
First Mutual Bancshares, Inc.
P. O. Box 1647
Bellevue, WA 98009-1647

Robert C. Wallace
Managing Partner of Wallace Properties
Group and Chairman of Wallace
Properties, Inc.
P. O. Box 4184
Bellevue, WA 98009-4184

CERTIFICATE OF GOOD STANDING

I, Gloria McVey, Program Manager, Division of Banks,
Department of Financial Institutions of the State of Washington,
do hereby certify:

That First Mutual Bank, Bellevue, Washington, is duly
organized with authority to conduct the business of a Stock Savings
Bank in the State of Washington; and

That at this time there are no administrative orders or
directives that have not been complied with; and

That this office is not aware of any actual or threatened
proceedings to terminate such status; and

Therefore, at this time, according to the records of this
office, the said corporation is considered in good standing and is
authorized to exercise all rights, privileges, and authority
granted under provisions of Title 32, R.C.W., to transact a
stock savings bank business in the State of Washington.



IN WITNESS WHEREOF, I have hereunto
set my hand and affixed the official
seal of the Director of Banks,
Department of Financial Institutions at
the Capitol, in the City of Olympia,
this 1st day of August, 2001.

Gloria McVey

Gloria McVey
Program Manager, Division of Banks
Department of Financial Institutions