

FO2000003696

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

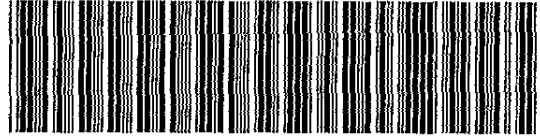
(Business Entity Name)

(Document Number)

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06 APR -6 AM 8:54
SECRETARY OF STATE
TALLAHASSEE FLORIDA

1 APR 7 2006

for
nc

COVER LETTER

TO: • Amendment Section
Division of Corporations

SUBJECT: Morgan Chase Trust Company
(Name of Corporation)

DOCUMENT NUMBER: FD2000003696

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Susan L. Lamberty
(Name of Contact Person)

First Capital Surety & Trust Company
(Firm/Company)

230 W. Wells St., Suite 402
(Address)

Milwaukee, WI 53203
(City/State and Zip Code)

For further information concerning this matter, please call:

Diane Maguire at (414) 276-1200
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☒ \$35.00 Filing Fee	☐ \$43.75 Filing Fee & Certificate of Status	☐ \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)	☐ \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)
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Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 27, 2006

SUSAN L LAMBERTY
230 W WELLS ST STE 402
MILWAUKEE, WI 53203

SUBJECT: MORGAN CHASE TRUST COMPANY
Ref. Number: F02000003696

We have received your document for MORGAN CHASE TRUST COMPANY and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please give the new name on the amendment form.

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) 245-6927.

Tracy Smith
Document Specialist

Letter Number: 406A00020465

RECEIVED
APR 03 2006

BY: _____

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

FO2000003696

(Document number of corporation (if known))

1. Morgan Chase Trust Company
(Name of corporation as it appears on the records of the Department of State)
2. South Dakota 3. December 31, 2005
(Incorporated under laws of) (Date authorized to do business in Florida)

FILED
06 APR - 6 AM 8:54
TALLAHASSEE
FLORIDA
SECRETARY OF STATE

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? December 30, 2005
5. First Capital Surety + Trust Company
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)
- N/A
(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

N/A

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

N/A

(New jurisdiction)

Diane R. Redd
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Diane R. Redd
(Typed or printed name of person signing)

Secretary
(Title of person signing)

State of South Dakota



OFFICE OF THE SECRETARY OF STATE

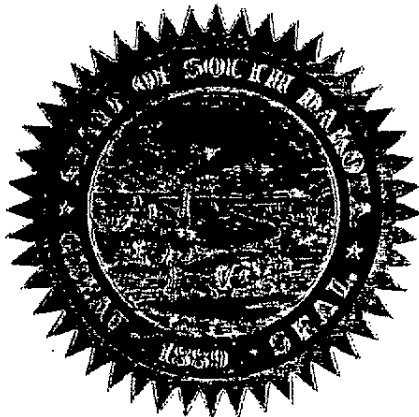
Certificate of Amendment

ORGANIZATIONAL ID #: DB040810

I, **Chris Nelson**, Secretary of State of the State of South Dakota, hereby certify that duplicate of the Articles of Amendment to the Articles of Incorporation of **MORGAN CHASE TRUST COMPANY** changing its name to **FIRST CAPITAL SURETY & TRUST COMPANY** effective **January 1, 2006** duly signed and verified pursuant to the provisions of the South Dakota Corporation Acts, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I hereby issue this Certificate of Amendment to the Articles of Incorporation and attach hereto a duplicate of the Articles of Amendment.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of South Dakota, at Pierre, the Capital, this December 30, 2005.



Chris Nelson

Chris Nelson
Secretary of State

Filed this 30th day of Dec. 2005
Ch. Nelson
SECRETARY OF STATE

RECEIVED
DEC 30 2005
S.D. SEC. OF STATE

ARTICLES OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
MORGAN CHASE TRUST COMPANY

The name of the corporation is Morgan Chase Trust Company.

2. The following amendments of the Articles of Incorporation, to be effective January 1, 2006, were adopted by the directors and duly approved by the shareholders on December 22, 2005, in the manner prescribed by the South Dakota Business Corporation Act:

ARTICLE I.

The name of the corporation is First Capital Surety & Trust Company.

ARTICLE V.

The amount of the capital stock of the corporation shall be Two Hundred Thousand Dollars (\$200,000.00) and the aggregate number of shares which the corporation shall be authorized to issue is 8,000 shares, divided into the following classes of stock: 4,000 shares of common voting stock with a par value of Twenty-five Dollars (\$25.00) per share, and 4,000 shares of common non-voting stock with a par value of Twenty-five Dollars (\$25.00) per share.

ARTICLE VII.

The address of the registered office of the corporation is 206 W. 14th Street, P. O. Box 1030, Sioux Falls, South Dakota 57101-1369, and the name of its registered agent at such address is Dixie K. Hieb.

ARTICLE VIII.

The By-Laws of the corporation shall determine the number of directors of the corporation.

3. The number of shares outstanding and the number of shares entitled to vote on such amendment, and if the shares of any class are entitled to vote thereon as a class, the designation and number of outstanding shares entitled to vote thereon of such class, are as follows:

NUMBER OF SHARES OUTSTANDING	NUMBER OF SHARES ENTITLED TO VOTE	SHARES ENTITLED TO VOTE AS A CLASS
2,000	2,000	N/A

4. The number of shares voted for and against such amendment, are as follows:

TOTAL VOTED FOR

TOTAL VOTED AGAINST

2,000

0

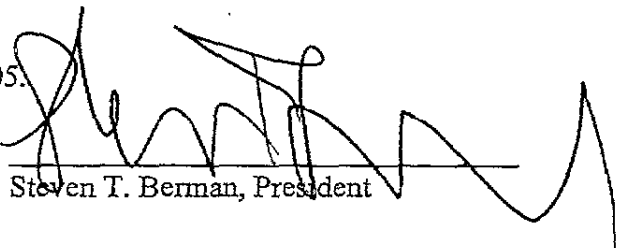
5. The manner in which any exchange, reclassification or cancellation of issued shares provided for in the amendment shall be effected is as follows:

Each current shareholder shall surrender its existing shares to the corporation and, in exchange for such surrender, each such shareholder shall simultaneously be issued the number of shares of voting and/or non-voting common stock previously approved by the directors and shareholders of the corporation.

6. The manner in which such amendments effects a change in the amount of stated capital and a statement expressed in dollars, of the amount of stated capital as changed by such amendment:

No effect.

Executed this 28 day of December, 2005.


Steven T. Berman, President

CONSENT OF APPOINTMENT BY THE REGISTERED AGENT.

I, DIXIE K. HIEB, hereby give my consent to serve as the registered agent for First Capital Surety & Trust Company.

Dated: December 28, 2005.

Dixie K. Hieb
Dixie K. Hieb

The within and foregoing Article of Amendment of Articles of Incorporation are hereby approved this 30th day of December, 2005.

SOUTH DAKOTA STATE BANKING
COMMISSION

(SEAL)

By Roger Novotny, CS
Roger Novotny
Executive Officer to the State
Banking Commission

ATTEST:

Lissi Branaugh
Secretary to the State
Banking Commission