

F05000007001

Florida Department of State
Division of Corporations
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DIVISION OF CORPORATION

To: Division of Corporations
Fax Number : (850)205-0383

From: Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850)521-1000
Fax Number : (850)558-1575

W05-49721

FOREIGN PROFIT QUALIFICATION

NORTHWEST SAVINGS BANK

Certificate of Status	0
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Page Count	06
Estimated Charge	\$70.00

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OFFICE OF FINANCIAL REGULATION

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AGRICULTURE

October 31, 2005

Benjamin Azoff, Esquire
Luse Gorman Pomeroy & Schick
5335 Wisconsin Avenue, NW, Suite 400
Washington, DC 20018

Dear Mr. Azoff:

Re: Northwest Savings Bank

Thank you for your recent letter/fax requesting approval of the above-referenced name which is a Pennsylvania chartered savings bank. Your correspondence indicates Equinox Bank, FSB, located in Pembroke Pines, Florida, has just merged with and into Northwest Savings Bank, effective October 21, 2005.

Section 655.922, Florida Statutes, exempts a financial institution holding company or its subsidiaries from the prohibition of using the word "bank," "banco," "banque," "banker," "banking," "trust company," "savings and loan association," "savings bank," or "credit union," or words of similar import, in any context or in any manner in its corporate name.

Therefore, the Office will not object to the use of the above name being registered as a foreign corporation in the state of Florida.

Sincerely,

Linda B. Charity
Director

LBC:ker

cc: Karon Beyer, Chief, Bureau of Commercial Recordings, Division of Corporations,
Secretary of State's Office

DIVISION OF FINANCIAL INSTITUTIONS
200 EAST GAINES STREET, TALLAHASSEE, FLORIDA 32399-0371
(850) 410-9111 • FAX (850) 410-9548

Affirmative Action / Equal Opportunity Employer

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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. Northwest Savings Bank
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Pennsylvania 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 1994 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. October 24, 2005
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 100 Liberty Street, Warren, Pennsylvania 16365
(Principal office address)

100 Liberty Street, Warren, Pennsylvania 16365
(Current mailing address)

8. Authorized to conduct business of a savings bank
(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 NOT acceptable)

Name: Robert Schweitzer

Office Address: 2000 N. Flamingo Road

Pembroke Pines, Florida 33028
(City) (Zip code)

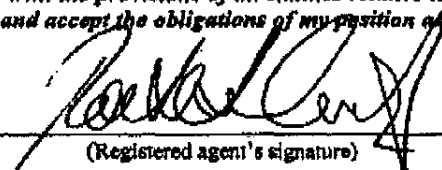
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TALLAHASSEE FLORIDA

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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.

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

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A. DIRECTORS

Chairman: William J. Wagner
Address: 100 Liberty Street
Warren, Pennsylvania 16365

Vice Chairman: _____
Address: _____

Director: Thomas H. Creal, III
Address: 100 Liberty Street
Warren, Pennsylvania 16365

Director: A. Paul King
Address: 100 Liberty Street
Warren, Pennsylvania 16365

B. OFFICERS


President: William J. Wagner
Address: 100 Liberty Street
Warren, Pennsylvania 16365

Vice President: Robert A. Ordiway
Address: 100 Liberty Street
Warren, Pennsylvania 16365

Secretary: Gregory C. LaRocca
Address: 100 Liberty Street, Warren, Pennsylvania 16365

Treasurer: William W. Harvey, Jr.
Address: 100 Liberty Street, Warren, Pennsylvania 16365

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

- 13. 
(Signature of Director or Officer listed in number 12 of the application)
- 14. William J. Wagner, President and Chief Executive Officer
(Typed or printed name and capacity of person signing application)

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Additional Directors:

A. Directors

Director: Richard L. Carr
Address: 100 Liberty Street
Warren, Pennsylvania 16365

Director: John M. Bauer
Address: 100 Liberty Street
Warren, Pennsylvania 16365

Director: Robert G. Ferrier
Address: 100 Liberty Street
Warren, Pennsylvania 16365

Director: Richard E. McDowell
Address: 100 Liberty Street
Warren, Pennsylvania 16365

Director: Joseph F. Long
Address: 100 Liberty Street
Warren, Pennsylvania 16365

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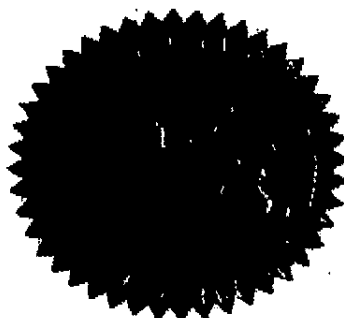
pennsylvania
DEPARTMENT OF BANKING

333 MARKET STREET, 16TH FL. HARRISBURG, PA 17101
V 1.800.PA.BANKS F 717.787.8773 W www.banking.state.pa.us

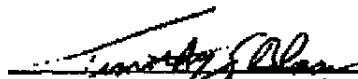
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TO WHOM IT MAY CONCERN:

I hereby certify that the NORTHWEST SAVINGS BANK, Warren, Warren County, Pennsylvania, is duly and legally incorporated as a stock savings bank under the laws of the Commonwealth of Pennsylvania; that said company has authority to act in a fiduciary capacity and to carry out all manner of trusts; and that said company is authorized to exercise such powers under and by virtue of its charter and the statutes of the Commonwealth of Pennsylvania.



IN WITNESS WHEREOF, I have hereunto
set my hand and affixed the seal of the
Department of Banking at Harrisburg this
nineteenth day of October, A.D., Two
Thousand and Five.



Timothy J. Blase
Director, Bureau of
Supervision & Enforcement

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