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TALLAHASSEE, FLORIDA

5/14

**MAYNARD COOPER
& GALE PC**
ATTORNEYS AT LAW

JOHN P. DULIN, JR.
205.254.1084
jdulin@maynardcooper.com

May 11, 2007

BY FEDERAL EXPRESS

Florida Department of State
Division of Corporations
2661 Executive Center Circle
The Clifton Building
Tallahassee, Florida 32301
Attention: Karen Beyer

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Ms. Beyer:

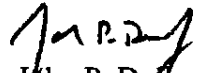
Enclosed on behalf of First American Bank, an Alabama banking corporation ("FAB"), is an Application by Foreign Corporation for Authorization to Transact Business in Florida. Also enclosed is a Certificate of Existence issued by the Alabama Secretary of State, a check payable to the Department of State for \$87.50 for applicable filing fees, and a corporate name approval from the Florida Office of Financial Regulation.

As I believe you discussed with one of my colleagues, FAB will be conducting business in Florida under the name, "First American Real Estate Capital." It is our understanding that it is not necessary for FAB to submit a separate fictitious name filing. However, if that is not the case, please let me know.

Once the foreign qualification has been processed, please send a Certified Copy and a Certificate of Status to me. I have enclosed a self-addressed Federal Express envelope for your convenience.

Thank you very much for your assistance with this matter, and please do not hesitate to contact me at (205) 254-1084 or my colleague Stuart Maxey at (205) 254-1168 if you have any questions or need anything else.

Sincerely,


John P. Dulin, Jr.

Enclosures

cc: Richard Murray, IV (w/o enclosures)
Andrew Johnson (w/o enclosures)
J. Cotten Volman (w/o enclosures)
Stuart M. Maxey (w/o enclosures)



OFFICE OF FINANCIAL REGULATION

DON B. SAXON
COMMISSIONER

**FINANCIAL SERVICES
COMMISSION**

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GOVERNOR

BILL MCCOLLUM
ATTORNEY GENERAL

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CHIEF FINANCIAL OFFICER

CHARLES BRONSON
COMMISSIONER OF
AGRICULTURE

May 9, 2007

Stuart M. Maxey, Esquire
Maynard Cooper & Gale PC
1901 Sixth Avenue North
2400 AmSouth Harbert Plaza
Birmingham, Alabama 35203

Re: First American Bank dba First American Real Estate Capital

Dear Mr. Maxey:

Reference is made to your recent letter/fax requesting approval of the above-referenced fictitious name. First American Bank in Birmingham, will be forming this company to operate a loan production office in Orlando, Florida.

As 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. The Office will not object to the use of the above name being registered to transact business as a foreign/fictitious name in the state of Florida. This does not authorize the institution to engage in a banking business in the state of Florida. Proper regulatory approvals will be required.

Sincerely,

Linda B. Charity
Director

LBC:ker

cc: Karon Beyer, Chief, Bureau of Commercial Recordings, Division of Corporations,
Department of State

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: First American Bank

(Name of corporation - must include suffix)

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:

John P. Dulin, Jr.

(Name of Person)

Maynard, Cooper & Gale, P.C.

(Firm/Company)

1901 Sixth Avenue North, Suite 2400

(Address)

Birmingham, Alabama 35203

(City/State and Zip code)

For further information concerning this matter, please call:

John P. Dulin, Jr.

(Name of Person)

at (205) 254-1084

(Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing 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. First American Bank

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

First American Real Estate Capital Co.

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

2. Alabama

(State or country under the law of which it is incorporated)

3. 63-0812856

(FBI number, if applicable)

4. 10/11/1984

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Date of Registration

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

7. 1927 First Avenue North, Birmingham, Alabama 35203

(Principal office address)

1927 First Avenue North, Birmingham, Alabama 35203

(Current mailing address)

8. loan production

(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: **Andrew Johnson**

Office Address: **200 East Robinson Street, Suite 1140**

Orlando, Florida **32801**

(City)

(Zip code)

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TALLAHASSEE, FLORIDA

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:

A. DIRECTORS

Chairman: (See attached)

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: (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 Director or Officer listed in number 12 of the application)

14. _____

J. COTTEN VOLMAN - SENIOR VICE PRESIDENT

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

First American Bank

Officers:

| | | |
|------------------------|---|--|
| James R. Thompson, III | President | 1927 First Avenue North, Birmingham, Alabama 35203 |
| Robert B. Aland | City President – Birmingham | 1927 First Avenue North, Birmingham, Alabama 35203 |
| Wendy Bobo | Vice President and Controller | 1927 First Avenue North, Birmingham, Alabama 35203 |
| Shelly Williams | Senior Vice President and Chief Accounting Officer | 1927 First Avenue North, Birmingham, Alabama 35203 |
| Cynthia Payton | Corporate Secretary | 1927 First Avenue North, Birmingham, Alabama 35203 |

Directors:

| | |
|-------------------------|--|
| Lucian F. Bloodworth | 1927 First Avenue North, Birmingham, Alabama 35203 |
| Guy S. Clifton | 1927 First Avenue North, Birmingham, Alabama 35203 |
| Dan M. David | 1927 First Avenue North, Birmingham, Alabama 35203 |
| William Jackson Fite | 1927 First Avenue North, Birmingham, Alabama 35203 |
| John H. Holcomb, III | 1927 First Avenue North, Birmingham, Alabama 35203 |
| Willie R. Huff | 1927 First Avenue North, Birmingham, Alabama 35203 |
| C. Phillip McWane | 1927 First Avenue North, Birmingham, Alabama 35203 |
| Richard Murray, IV | 1927 First Avenue North, Birmingham, Alabama 35203 |
| R. W. Orr, Jr. | 1927 First Avenue North, Birmingham, Alabama 35203 |
| G. Ruffner Page, Jr. | 1927 First Avenue North, Birmingham, Alabama 35203 |
| David Rushing | 1927 First Avenue North, Birmingham, Alabama 35203 |
| William Sexton | 1927 First Avenue North, Birmingham, Alabama 35203 |
| Gerry E. Shannon | 1927 First Avenue North, Birmingham, Alabama 35203 |
| James R. Thompson, III | 1927 First Avenue North, Birmingham, Alabama 35203 |
| Temple W. Tutwiler, III | 1927 First Avenue North, Birmingham, Alabama 35203 |

Beth Chapman
Secretary of State

P.O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

I, Beth Chapman, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

the domestic corporation records on file in this office disclose that First American Bank incorporated in Morgan County, Birmingham, Alabama on October 11, 1984. I further certify that the records do not disclose that said First American Bank has been dissolved.

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2007 MAY 14 P 3:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

May 10, 2007

Date

Beth Chapman

Beth Chapman

Secretary of State *BLW*