

Division of Corporations
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Florida Department of State
Division of Corporations
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08 JUN 30 PM 12:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FOREIGN PROFIT/NONPROFIT CORPORATION

BankTrust

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OFFICE OF FINANCIAL REGULATION

DON B. SAXON
COMMISSIONER

**FINANCIAL SERVICES
COMMISSION**

CHARLIE CRIST
GOVERNOR

BILL MCCOLLUM
ATTORNEY GENERAL

ALEX SINK
CHIEF FINANCIAL OFFICER

CHARLES BRONSON
COMMISSIONER OF
AGRICULTURE

June 24, 2008

Ms. Holly M. Hicks
Miller, Hamilton, Snider & Odom, LLC
Post Office Box 46
Mobile, AL 36601

Re: BankTrust

Reference is made to your recent e-mail requesting approval of the name BankTrust, Mobile, Alabama, to register as a foreign corporation in 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 in the state of Florida. This does not authorize the institution to engage in banking, trust or insurance business or any other licensed activity in the state of Florida. Proper regulatory approvals will be required.

Sincerely,

Linda B. Charity
Director

LBC:bk

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

MAILING ADDRESS: DIVISION OF FINANCIAL INSTITUTIONS
200 EAST GAINES STREET, TALLAHASSEE, FLORIDA 32399-0371
(850) 410-6800 • FAX (850) 410-9548

Affirmative Action / Equal Opportunity Employer

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TALLAHASSEE, FLORIDA

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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. **BankTrust**

(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. **Alabama**

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

3. **63-0920867**

(FEI number, if applicable)

4. **January 2, 1991**

(Date of incorporation)

5. **Perpetual**

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

6.

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

7. **100 St. Joseph Street, Mobile, Alabama 36602**

(Principal office address)

100 St. Joseph Street, Mobile, Alabama 36602

(Current mailing address)

8. **Commercial Banking**

(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: **CT Corporation System**

Office Address: **1200 South Pine Island Road**

Plantation

(City)

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.

Conan Bryan

CONNIE BRYAN
SPECIAL ASSISTANT SECRETARY

(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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TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: See attached list.

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached list.

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. D. Bibb Lamar, Jr.

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

14. W. Bibb Lamar, Jr., Chairman & Chief Executive Officer

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

**ATTACHMENT TO BANKTRUST'S
APPLICATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

Directors of BankTrust

W. Bibb Lamar, Jr.
100 St. Joseph Street
Mobile, Alabama 36602

John B. Barnett, III
100 St. Joseph Street
Mobile, Alabama 36602

Stephen G. Crawford
100 St. Joseph Street
Mobile, Alabama 36602

David C. De Laney
100 St. Joseph Street
Mobile, Alabama 36602

Lowell J. Friedman
100 St. Joseph Street
Mobile, Alabama 36602

Carol F. Gordy
100 St. Joseph Street
Mobile, Alabama 36602

Barry E. Gritter
100 St. Joseph Street
Mobile, Alabama 36602

James M. Harrison
100 St. Joseph Street
Mobile, Alabama 36602

Clifton C. Inge, Jr.
100 St. Joseph Street
Mobile, Alabama 36602

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TALLAHASSEE, FLORIDA

**ATTACHMENT TO BANKTRUST'S
APPLICATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

Directors of BankTrust (cont'd)

Kenneth S. Johnson
100 St. Joseph Street
Mobile, Alabama 36602

Charles L. Rutherford, Jr.
100 St. Joseph Street
Mobile, Alabama 36602

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TALLAHASSEE, FLORIDA

**ATTACHMENT TO BANKTRUST'S
APPLICATION FOR AUTHORIZATION TO
TRANSACT BUSINESS IN FLORIDA**

Officers of BankTrust

W. Bibb Lamar, Jr.
Chairman & Chief Executive Officer
100 St. Joseph Street
Mobile, Alabama 36602

F. Michael Johnson
Executive Vice President & Secretary
100 St. Joseph Street
Mobile, Alabama 36602

Bruce C. Finley, Jr.
Executive Vice President
100 St. Joseph Street
Mobile, Alabama 36602

Terry Harbin
Mobile President
100 St. Joseph Street
Mobile, Alabama 36602

Edward T. Livingston
Brewton President
227 Belleville Avenue
Brewton, Alabama 36426

John B. Barnett, III
Monroeville President
60 Hines Street
Monroeville, Alabama 36460

J. Olen Kerby
Demopolis President
201 North Main Street
Demopolis, Alabama 36732

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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STATE OF ALABAMA
STATE BANKING DEPARTMENT



June 24, 2008

BankTrust
Mobile, Alabama

TO WHOM IT MAY CONCERN:

I hereby certify, as General Counsel for the Alabama State Banking Department, that BankTrust, Mobile, Alabama, is a bank chartered by the State Banking Department and is duly authorized to conduct full service banking. There is no filing against BankTrust to cancel or surrender its corporate charter. BankTrust is in good standing with our department and has filed all reports and paid all assessments in a timely fashion.

Witness my hand this the 24th day of June, 2008.


Elizabeth T. Bressler
General Counsel

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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