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Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

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To: Division of Corporations  
Fax Number : (850) 617-6381

From: Account Name : C T CORPORATION SYSTEM  
Account Number : FCA000000023  
Phone : (850) 222-1092  
Fax Number : (850) 878-5368

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TALLAHASSEE, FLORIDA

\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: john.nowak@rexp.com

FOREIGN PROFIT/NONPROFIT CORPORATION  
American Express Centurion Bank

Certificate of Status	0
Certified Copy	0
Page Count	08
Estimated Charge	\$4,670.00

\$1,100

APPROVED AND FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Freddy (manager of) GAVE

AUTHORIZATION BY PHONE TO  
CORRECT add the word (corporation)

DATE 12/14/09  
DOC. EXAM VH

VH

1100-12194



**OFFICE OF FINANCIAL REGULATION**

**J. THOMAS CARDWELL**  
COMMISSIONER

**FINANCIAL SERVICES  
COMMISSION**

**CHARLIE CRIST**  
GOVERNOR

**BILL MCCOLLUM**  
ATTORNEY GENERAL

**ALEX SINK**  
CHIEF FINANCIAL OFFICER

**CHARLES BRONSON**  
COMMISSIONER OF  
AGRICULTURE

November 30, 2009

Mr. John Nowak  
American Express  
200 Vesey Street  
New York, NY 10281

Re: American Express Centurion Bank

Reference is made to your recent letter/fax requesting approval of the above-referenced corporate name which is a Utah state-chartered commercial bank located in Salt Lake City, Utah.

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

**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. American Express Centurion Bank corporation  
 (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. Utah 3. 11-2869526  
 (State or country under the law of which it is incorporated) (FEI number, if applicable)

4. June 25, 1987 5. perpetual  
 (Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

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

7. 4315 South 2700 West Salt Lake City Utah  
 (Principal office address)

(Current mailing address)

8. FDIC insured Depository Institution that primarily engaged in issuing consumer  
 (Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida) and lending and  
charge cards

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324  
 (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.*

C T Corporation System

By: Anthony Licusi  
 (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:

SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

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**A. DIRECTORS**

Chairman: See Attached

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

**B. OFFICERS**

President: \_\_\_\_\_

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

14. Scott Godderidge Sec  
(Typed or printed name and capacity of person signing application)

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AND  
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TALLAHASSEE, FLORIDA

**Attachment to  
Purpose Clause**

to issue credit and charge cards Notwithstanding the foregoing, the purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized to do business under the laws of its jurisdiction of incorporation

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AND  
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**American Express Centurion Bank**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

<b>Directors</b>	<b>Business Address</b>
Frank L. Skillern- Chairman	4315 South 2700 West, Salt Lake City, Utah 84184-0147
Maria J. Garciaz	4315 South 2700 West, Salt Lake City, Utah 84184-0147
Andrea J. Moss	4315 South 2700 West, Salt Lake City, Utah 84184-0147
William Taylor	4315 South 2700 West, Salt Lake City, Utah 84184-0147
W. Val Oveson	4315 South 2700 West, Salt Lake City, Utah 84184-0147
Robert Garinger	4315 South 2700 West, Salt Lake City, Utah 84184-0147
Peggy Maher	4315 South 2700 West, Salt Lake City, Utah 84184-0147

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**American Express Centurion Bank**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

<b>Officers</b>	<b>Title</b>	<b>Business Address</b>
R. Mark Gomez	Chief Operating Officer, Physical Security Officer	4315 South 2700 West, Salt Lake City, Utah 84184-0147
Catherine M. Hogan	Chief Financial Officer, Treasurer	4315 South 2700 West, Salt Lake City, Utah 84184-0147
Todd N. Boren	Chief Credit Officer	4315 South 2700 West, Salt Lake City, Utah 84184-0147
Scott C. Godderidge	Controller, Secretary	4315 South 2700 West, Salt Lake City, Utah 84184-0147
Diane S. Owsley	Chief Technology Officer, Information Security Officer	4315 South 2700 West, Salt Lake City, Utah 84184-0147
Michael J. Sherman	Chief Compliance Officer, Privacy Officer	4315 South 2700 West, Salt Lake City, Utah 84184-0147
Stephen E. Byron	Bank Secrecy Act / Anti- Money Laundering Officer	4315 South 2700 West, Salt Lake City, Utah 84184-0147



Utah Department of Commerce  
Division of Corporations & Commercial Code  
160 East 300 South, 2nd Floor, PO Box 146795  
Salt Lake City, UT 84114-6705  
Service Center: (801) 530-4849  
Toll Free: (877) 526-3994 Utah Residents  
Fax: (801) 530-6438  
Web Site: <http://www.commerce.utah.gov>

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

09/17/2009  
970568-014209172009-941103

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## CERTIFICATE OF EXISTENCE

**Registration Number:** 970568-0142  
**Business Name:** AMERICAN EXPRESS CENTURION BANK  
**Registered Date:** June 25, 1987  
**Entity Type:** Corporation - Domestic - Profit  
**Current Status:** Good Standing

The Division of Corporations and Commercial Code of the State of Utah, custodian of the records of business registrations, certifies that the business entity on this certificate is authorized to transact business and was duly registered under the laws of the State of Utah. The Division also certifies that this entity has paid all fees and penalties owed to this state; its most recent annual report has been filed by the Division (unless Delinquent); and, that Articles of Dissolution have not been filed.



*Kathy Berg*

Kathy Berg  
Director  
Division of Corporations and Commercial Code