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(Requestor's Name)

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(City/State/Zip/Phone #)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2010 JUN 10 P 2:54

FILED

JUN 11 2010  
D.A. WHITE

## COVER LETTER

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** UBS Bank USA

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," or "Certificate of Good Standing" 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:

George Coburn

Name of Person

UBS Bank USA

Firm/Company

299 South Main Street, Suite 2275

Address

Salt Lake City, UT 84111

City/State and Zip code

george.coburn@ubs.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

George Coburn

at ( 801 ) 741-0312

Name of Person

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

RECEIVED  
DEPT OF FINANCIAL SERVICES  
10 JUN -4 PM 2:36  
CASHIER'S OFFICE

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA

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2003 JUN 10 P 2:54

SECRETARY OF STATE  
TALLAHASSEE, 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. UBS Bank USA

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

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

2. Utah

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

3. TIN: 87-0477597

(FEI number, if applicable)

4. March 13, 2003

(Date of incorporation)

5. Perpetual

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

6. Upon approval of authorization to transact business in Florida

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

7. 299 South Main Street, Suite 2275, Salt Lake City, UT 84111

(Principal office address)

299 South Main Street, Suite 2275, Salt Lake City, UT 84111

(Current mailing address)

8. Loan Production Office and Processing Activities

(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301

(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.*

(Registered agent's signature)

DAVID W. NICKELSEN, ASST VP

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: Rosemary Berkery

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Address: 1200 Harbor Blvd., 5th Floor  
Weehawken, NJ 07086

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

~~Vice Chairman:~~ Director: Ray Dardano

Address: 299 S. Main Street, Suite 2275  
Salt Lake City, UT 84111

Director: D. Gerald Searfoss

Address: 13704 E. Bellessa Lane  
Spokane, WA 99206

Director: Karen Shepherd, 1261 Second Avenue, Salt Lake City, UT 84103

~~Address:~~ Director: David Wilson, 4411 Crest Oak Drive, Salt Lake City, UT 84124

Director: Gary Myers, 6695 South 1300 East, Salt Lake City, UT 84121

**B. OFFICERS**

President: Ray Dardano

Address: 299 South Main Street, Suite 2275  
Salt Lake City, UT 84111

Vice President: Julie Schleck

Address: 299 South Main Street, Suite 2275  
299 South Main Street, Suite 2275

Secretary: George Coburn

Address: 299 South Main Street, Suite 2275, Salt Lake City, UT 84111

Treasurer: Lisa Andrues

Address: 299 South Main Street, Suite 2275, Salt Lake City, UT 84111

**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. Ray Dardano, President

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



Utah Department of Commerce  
Division of Corporations & Commercial Code  
160 East 300 South, 2nd Floor, PO Box 146705  
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

06/01/2010  
1064364-014206012010-726122

## CERTIFICATE OF EXISTENCE

Registration Number:	1064364-0142
Business Name:	UBS BANK USA
Registered Date:	February 28, 1990
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



**J. THOMAS CARDWELL**  
COMMISSIONER

**FILED**

STREET ADDRESS: 101 E. Gaines Street, Suite 636 PHONE (850) 410-9800 • FAX (850) 410-9548  
MAILING ADDRESS: Division of Financial Institutions, 200 E. Gaines Street, Tallahassee, FL 32399-0371  
Visit us on the web: [WWW.FLOFR.COM](http://WWW.FLOFR.COM) • Toll Free: (800) 848-3792

2010 JUN 10 P 2:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

June 7, 2010

Bowman Brown, Esq.  
Shutts & Bowen LLP  
201 S. Biscayne Blvd., Suite 1500  
Miami, FL 33131

Dear Mr. Brown:

Re: UBS Bank USA

Reference is made to your recent letter/fax requesting approval of the above-referenced name which is a state-chartered industrial 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

FINANCIAL SERVICES COMMISSION

CHARLIE CRIST  
GOVERNOR

BILL MCCOLLUM  
ATTORNEY  
GENERAL

ALEX SINK  
CHIEF FINANCIAL  
OFFICER

CHARLES BRONSON  
COMMISSIONER OF  
AGRICULTURE