

FH1000001182

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

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H110000615573ABC

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

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

From:

Account Name : C T CORPORATION
Account Number : FCA000000000
Phone : (850) 222-1092
Fax Number : (850) 872-5138

RE-SUBMIT

Please retain original
date of submission

RECEIVED
11 MAR 16 PM 4:41
DIVISION OF CORPORATIONS
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: _____

FOREIGN PROFIT/NONPROFIT CORPORATION
Everbank Financial Corp

Certificate of Status	0
Certified Copy	1
Page Count	07
Estimated Charge	\$78.75

11 MAR -8 PM 12:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

W



March 9, 2011

FLORIDA DEPARTMENT OF STATE
Division of Corporations

C T CORPORATION SYSTEM

SUBJECT: EVERBANK FINANCIAL CORP
REF: W11000013455

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The name of your corporation is not available in Florida. An out-of-state corporation whose name is not available must adopt an alternate corporate name for use in Florida. The alternate corporate name must contain "Incorporated," "Company," "Corporation," "Inc.," "Co.," "Corp," "Inc.," "Co.," or "Corp." Please enter the alternate corporate name in the space provided in number one of the application.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

The alternate name that you have chosen is not available. Please select a new name.

The document number of the name conflict is P04000142463, L09000046806.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6901.

Pamela Smith
Regulatory Specialist II

FAX Aud. #: E11000061557
Letter Number: 711A00005784

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: EverBank Financial Corp

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:

Mark Baum

Name of Person

EverBank Financial Corp

Firm/Company

501 Riverside Avenue, 12th Floor

Address

Jacksonville, Florida 32202

City/State and Zip code

mark.baum@everbank.com

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

For further information concerning this matter, please call:

Mark Baum

at (904) 623-8191

Name of Person

Area Code & Daytime Telephone Number

STREET/COURTIER 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



STREET ADDRESS: 101 East Gaines Street, Suite 636 - PHONE (850) 410-9800 - FAX (850) 410-9548
MAILING ADDRESS: Division of Financial Institutions, 300 East Gaines Street, Tallahassee, FL 32399-0371
Visit us on the web: www.FlorIDA.com - Toll Free: (800) 844-3792

J. THOMAS CARDWELL
COMMISSIONER

March 16, 2011

Mr. Mark Baum
501 Riverside Avenue, 12th Floor
Jacksonville, FL 32202

Re: EverBank Financial Corp. d/b/a EB Financial Holding Corp.

Reference is made to your recent letter/fax requesting approval of the above name, which is a thrift holding company for EverBank, Jacksonville, 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

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AND
FILED

11 MAR -2 PM 12:30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FINANCIAL SERVICES COMMISSION

RICK SCOTT
GOVERNOR

PAM BONDI
ATTORNEY
GENERAL

JEFF ATWATER
CHIEF FINANCIAL
OFFICER

ADAM PUTNAM
COMMISSIONER OF
AGRICULTURE

**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. EverBank Financial Corp

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

EB Financial Holding Corp.

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

2. Delaware

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

3.

(FEI number, if applicable)

4. September 27, 2010

(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. 501 Riverside Avenue, Jacksonville, FL 32202

(Principal office address)

501 Riverside Avenue, Jacksonville, FL 32202

(Current mailing address)

8. To serve as a savings and loan holding company and to engage in any lawful act or activity authorized under Delaware law

(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: C T 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.

C T Corporation System

By:

(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.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11 MAR 16 PM 12:38

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: See attached addendum.

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 of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Robert M. Clements, Chairman and Chief Executive Officer

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

EverBank Financial Corp, a Delaware corporation

DIRECTORS		
Name	Title (EFC (DE))	Business Address
Robert M. Clements	Chairman	EverBank Financial Corp 501 Riverside Avenue Jacksonville, FL 32202
W. Blake Wilson	Director	EverBank Financial Corp 501 Riverside Avenue Jacksonville, FL 32202
Charles E. Commander III	Director	c/o EverBank Financial Corp 501 Riverside Avenue Jacksonville, FL 32202
Merrick R. Kleeman	Director	c/o EverBank Financial Corp 501 Riverside Avenue Jacksonville, FL 32202
Mitchell M. Leidner	Director	c/o EverBank Financial Corp 501 Riverside Avenue Jacksonville, FL 32202
W. Radford Lovett, II	Director	c/o EverBank Financial Corp 501 Riverside Avenue Jacksonville, FL 32202
Robert J. Mylod, Jr.	Director	c/o EverBank Financial Corp 501 Riverside Avenue Jacksonville, FL 32202
Russell B. Newton, III	Director	c/o EverBank Financial Corp 501 Riverside Avenue Jacksonville, FL 32202
William Sanford	Director	c/o EverBank Financial Corp 501 Riverside Avenue Jacksonville, FL 32202
Richard P. Schifter	Director	c/o EverBank Financial Corp 501 Riverside Avenue Jacksonville, FL 32202
Alok Singh	Director	c/o EverBank Financial Corp 501 Riverside Avenue Jacksonville, FL 32202
Scott M. Stuart	Director	c/o EverBank Financial Corp 501 Riverside Avenue Jacksonville, FL 32202

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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OFFICERS		
Name	Title (EFC (DE))	Business Address
Robert M. Clements	Chief Executive Officer	EverBank Financial Corp 501 Riverside Avenue Jacksonville, FL 32202
W. Blake Wilson	President, Chief Financial Officer	EverBank Financial Corp 501 Riverside Avenue Jacksonville, FL 32202

Delaware

The First State

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PAGE SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EVERBANK FINANCIAL CORP" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-EIGHTH DAY OF FEBRUARY, A.D. 2011.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

4847994 8300

110232476

You may verify this certificate online
at corp.delaware.gov/authvar.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8587576

DATE: 02-28-11