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(Requestor's Name)

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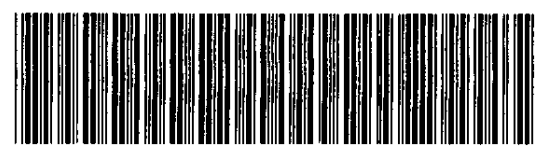
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: CAIXA DE AFORROS DE GALICIA, VIGO, OURENSE E PONTEVEDRA
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:

Marco D. Britt, Esq.

Name of Person

Avila Rodriguez Hernandez Mena & Ferri LLP

Firm/Company

2525 Ponce de Leon Blvd.; Suite 1225

Address

Coral Gables, Florida 33134

City/State and Zip code

mbritt@arhmf.com

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

For further information concerning this matter, please call:

Marco D. Britt, Esq. at (786) 594-4107
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

MARCO D. BRITT
Telephone: 305-779-3560
Email: mbritt@arhmf.com

April 15, 2011

VIA FEDERAL EXPRESS

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

Re: Application by Foreign Corporation for Authorization to Transact Business in Florida
for Caixa de Aforros de Galicia, Vigo, Ourense e Pontevedra (the "Company")

Dear Sir or Madam:

This firm is legal counsel to the Company. Enclosed for your review, recording and filing is an Application by Foreign Corporation for Authorization to Transact Business in Florida (the "Application").


As payment, we have enclosed a check payable to the Florida Department of State in the amount of \$87.50 in connection with the requested Filing Fee, Certificate of Status and Certified Copy of the Application. In addition, we have enclosed an original certificate of existence (the "Certificate") issued by the proper official having custody of the Company's corporate records, which is the Bank of Spain. The Certificate is accompanied by a translation under oath of the translator.

As you know, Question 1 of the Application requires that the Company add the suffix "corporation," "company," or "incorporated," or other appropriate abbreviation, to its name. However, the word "Caixa" in the Company's name denotes that it is a savings bank under the laws of the Kingdom of Spain. To add English-language words to the Company's name for the purpose of qualifying to do business in Florida would be misleading and would result in the Company transacting business in Florida under a fictitious name.

Should you have any questions please do not hesitate to contact me.

Sincerely,

AVILA RODRIGUEZ HERNANDEZ
MENA & FERRI LLP


Marco D. Britt

Enclosures
cc: Mr. Carlos Corral



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

J. THOMAS CARDWELL
COMMISSIONER

May 3, 2011

Marco D. Britt, Esq.
ARHMF LLP
2525 Ponce de Leon Blvd.
Suite 1224
Coral Gables, FL 33134

Re: Caixa de Aforros de Galicia, Vigo, Ourense e Pontevedra

Dear Mr. Britt:

Reference is made to your recent e-mail requesting approval of the above-referenced name.

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.

Sincerely,

Linda B. Charity
Director

LBC:bk

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
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FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 20, 2011

MARCO D. BRITT, ESQ.
AVILA RODRIGUEZ HERNANDEZ MENA & FERRI L
2525 PONCE DE LEON BLVD., SUITE 1225
CORAL GABLES, FL 33134

SUBJECT: CAIXA DE AFORROS DE GALICIA, VIGO, OURENSE E
PONTEVEDRA
Ref. Number: W11000022247

We have received your document for CAIXA DE AFORROS DE GALICIA, VIGO, OURENSE E PONTEVEDRA and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Written approval and clearance of the words BANK, BANC, BANCO, BANQUE, BANKER, BANKING, TRUST COMPANY, SAVINGS AND LOAN ASSOCIATION, SAVINGS BANK or CREDIT UNION, or words of similar import in any context or any manner must be obtained from the Office of Financial Regulation, pursuant to section 655.922(2a), Florida Statutes.

Enclosed is a "Corporate Name Approval Request" form to be completed and sent to the address indicated on the form. If the proposed name is approved by the Office of Financial Institutions, resubmit the document and the approval letter to the Division of Corporations for filing. The Office of Financial Institutions' phone number is 850-410-9800.

Please return the corrected original and one copy of 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) 245-6962.

Valerie Herring
Regulatory Specialist II
New Filing Section

Letter Number: 911A00009639

**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. CAIXA DE AFORROS DE GALICIA, VIGO, OURENSE E PONTEVEDRA

(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. Kingdom of Spain

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

3. 98-0687014

(FEI number, if applicable)

4. November 29, 2010

(Date of incorporation)

5. perpetual

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

6. Upon filing.

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

7. 1111 Brickell Avenue; Suite 2600; Miami, Florida 33131

(Principal office address)

1111 Brickell Avenue; Suite 2600; Miami, Florida 33131

(Current mailing address)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
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8. 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: INTERAMERICAN CORPORATE SERVICES LLC

Office Address: 2525 PONCE DE LEON BLVD.; SUITE 1225

Coral Gables, Florida 33134

(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.

INTERAMERICAN CORPORATE SERVICES LLC


(Registered agent's signature)

Patricia Hernandez, Manager

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 addendum

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See addendum

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. Carlos Corral, Regional General Manager Americas

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

**ADDENDUM TO
APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA**

Officer/Director Detail

I. Title: Regional General Manager Americas

- a. Carlos Corral
c/o 1111 Brickell Avenue; Suite 2600
Miami, FL 33131 USA

II. Title: Deputy Regional General Manager Americas

- a. Xavier Pérez
c/o 1111 Brickell Avenue; Suite 2600
Miami, FL 33131 USA

III. Title: General Director

- a. Jose L. Pego
c/o 1111 Brickell Avenue; Suite 2600
Miami, FL 33131 USA

IV. Title: Commercial Director

- a. Juan Díaz-Arnau
c/o 1111 Brickell Avenue; Suite 2600
Miami, FL 33131 USA

V. Title: Miami Branch Manager

- a. Efraín López
c/o 1111 Brickell Avenue; Suite 2600
Miami, FL 33131 USA

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11 MAY -5 PM 2:47

APPROVED
AND
FILED

Marcela Noriega, M.A.

Certified Translator

(SS No. 267-73-9232)

Off.: (011 507) 264-8541
Cel.: (011 507) 6645-0141

PTY 8782, P.O. Box 025207, Miami, FL 33102

mnoriegac@cwpanama.net

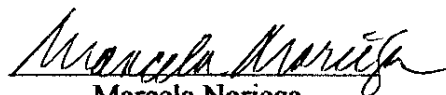
CERTIFICATE OF TRANSLATION

I, Marcela Noriega, M.A., a professional translator of the Spanish and English languages, duly certified by Florida International University (Graduate Registry, 6/27/91, Folio One, No. 37), Miami, Miami-Dade County, Florida, U.S.A., hereby declare under oath that the foregoing document,

Certification of
CAIXA DE AFORROS DE GALICIA, VIGO, OURENSE E PONTEVEDRA
as a duly qualified operating credit entity,

is a true and accurate translation into the English language of the original document in Spanish, rendered to the best of my knowledge, belief, and ability.

DATED: April 6, 2011.


Marcela Noriega

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

BANK OF SPAIN
Eurosystem

Department of Financial Institutions
Division of Regulation

**APPROVED
AND
FILED**

Official Records

11 MAY -5 PM 2:47

Re: Remittance of certification

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

Mrs. Tamara López Melero
Caixa de Aforros de Galicia, Vigo, Ourense e
Pontevedra – Novacaixagalicia Miami Branch
1111 Brickell Avenue, Suite 2600
Miami, Florida 33131
United States of America

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Madrid, April 1 , 2011

In response to your e-mail dated March 31, 2011, we are forwarding the requested certification.

/s/

José Manuel Gómez de Miguel
Division Head

/Stamp/



BANK OF SPAIN
Eurosystem

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FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, José Manuel Gómez de Miguel, the Head of the Department of Financial Institutions' Division of Regulation:

Certify that: CAIXA DE AFORROS DE GALICIA, VIGO, OURENSE E PONTEVEDRA is shown as filed with the *Registro Especial de Cajas Generales de Ahorro Popular* (Special Register of General Savings & Loan Institutions) under codification number 2080 with a registered office at No. 30 - 32, Rua Nueva Street, La Corunna.

CAIXA DE AFORROS DE GALICIA, VIGO, OURENSE E PONTEVEDRA is lawfully constituted and organized as a fully operational credit entity to do business as one of the type of entities described in Article 1 of Royal Legislative Degree 1298/1986 of June 28, drafted according to Law 44/2002 of November 22.

I am issuing the foregoing in Madrid, on the first day of April, two thousand eleven in order to so state of record and to be effective wheresoever appropriate.

/Illegible signature/

/Stamp/



Registros Oficiales

Salida

Fecha: 05/04/2011

2011/C79/00S0004015



BANCO DE ESPAÑA
Eurosistema

Registro
Central de Madrid

Asunto: Envío de certificación.

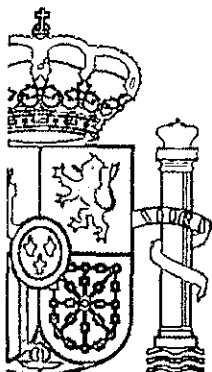
Dña. Tamara López Melero
Caixa de Aforros de Galicia, Vigo, Ourense e
Pontevedra – Novacaixagalicia Miami Branch
1111 Brickell Avenue, Suite 2600
Miami, Florida 33131
United States of America

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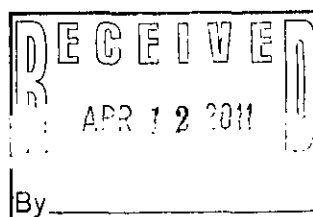
Madrid,) de abril de 2011

En contestación a su correo electrónico de fecha 31 de marzo de 2011 les remitimos la
certificación solicitada.

José Manuel Gómez de Miguel
Jefe de División



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TALLAHASSEE, FLORIDA



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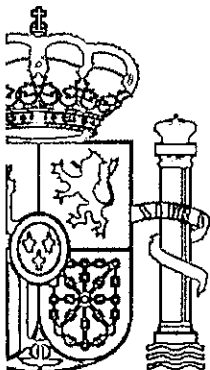
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

José Manuel Gómez de Miguel, Jefe de la División de Regulación del Departamento de Instituciones Financieras:

Certifico: Que CAIXA DE AFORROS DE GALICIA, VIGO, OURENSE E PONTEVEDRA figura inscrita en el Registro Especial de Cajas Generales de Ahorro Popular, con número de codificación 2080 y domicilio social en calle Rua Nueva, nº 30, 32 de A Coruña.

Que CAIXA DE AFORROS DE GALICIA, VIGO, OURENSE E PONTEVEDRA está legalmente constituida y organizada como entidad de crédito plenamente operativa para el desarrollo de las actividades propias de ese tipo de entidades que se conceptúan en el artículo 1 del Real Decreto Legislativo 1298/1986, de 28 de junio, redactado según Ley 44/2002, de 22 de noviembre.

Y para que así conste y surta efectos donde convenga, expido la presente, en Madrid, a uno de abril de dos mil once.



A large, stylized handwritten signature in black ink, consisting of several loops and a long vertical stroke.

