

F12000001549

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

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WAIT

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MAIL

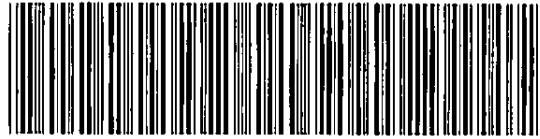
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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Office Use Only



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W24-77864

05/20/24--01001--019 **35.00

N/C Amend

A. RAMSEY
MAY 24 2024

RECEIVED
2024 MAY 20 AM 10:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
2024 MAY 23 AM 9:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

X00789, 00511, 00671

**CORPORATE
ACCESS,
INC.**

When you need ACCESS to the world

236 East 6th Avenue, Tallahassee, Florida 32303
P.O. Box 37066 (32315-7066) (850) 222-2666 or (800) 969-1666. Fax (850) 222-1666

WALK IN

PICK UP: BROOK 5/20

CERTIFIED COPY

XX PHOTOCOPY

GS

XX FILING

INC AMEND

1. CFG COMMUNITY BANK

(CORPORATE NAME AND DOCUMENT #)

2.

(CORPORATE NAME AND DOCUMENT #)

3.

(CORPORATE NAME AND DOCUMENT #)

4.

(CORPORATE NAME AND DOCUMENT #)

5.

(CORPORATE NAME AND DOCUMENT #)

6.

(CORPORATE NAME AND DOCUMENT #)

SPECIAL INSTRUCTIONS:



Corrected

FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 21, 2024

CORPORATE ACCESS, INC.

TALLAHASSEE, FL 32303

SUBJECT: CFG COMMUNITY BANK
Ref. Number: F12000001549

We have received your document for CFG COMMUNITY BANK and your check(s) totaling \$35.00. 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.

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 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) 245-6050.

Annette Ramsey
OPS

Letter Number: 624A00011092

RECEIVED
2024 MAY 23 PM 1:49
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Amendment Section Division of Corporations

SUBJECT: CFG COMMUNITY BANK

Name of Corporation

DOCUMENT NUMBER: F12000001549

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Mike Hoehn

Name of Contact Person

CFG Bank

Firm/Company

2455 House Street

Address

Baltimore, MD 21230

City/State and Zip Code

mhoehn@cfg.bank

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

For further information concerning this matter, please call:

Name of Contact Person

at (_____) _____
Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy

☐ \$52.50 Filing Fee,
Certificate of Status &
Certified Copy

Mailing Address:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303



Commissioner Russell C. Weigel, III

VIA ELECTRONIC MAIL

May 23, 2024

Mr. J. Duncan Smith
2455 House Street
Baltimore, MD 21230

Re: **CFG Bank**

Dear Mr. Smith:

Reference is made to your recent letter requesting approval to register the above-referenced name with the Florida Secretary of State. The bank is a Baltimore state-chartered bank, headquartered in Baltimore, Maryland and regulated by the Office of Financial Regulation in Baltimore, Maryland.

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. Therefore, this Office will not object to the use of the above referenced name being registered to transact business in the state of Florida. However, this correspondence is not intended to grant the authority to act in any licensed capacity until all licensing requirements have been met within this state.

Sincerely,

Jason M. Guevara
Financial Administrator
Division of Financial Institutions
Office of Financial Regulation

JMG:td

cc: Lee Yarbrough, Chief, Bureau of Commercial Recordings, Division of Corporations,
Department of State

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F12000001549

(Document number of corporation (if known))

1. CFG COMMUNITY BANK

(Name of corporation as it appears on the records of the Department of State)

2. Maryland

(Incorporated under laws of)

3. 4/11/2012

(Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 11/16/2022

5. CFG BANK

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

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

6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

8. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent

(Florida street address)

New Registered Office Address: _____, Florida _____
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

9. If the amendment changes person, title or capacity in accordance with 607.1504 (4), indicate that change:

<u>Title/ Capacity</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
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<hr/>	<hr/>	<hr/>	<input type="checkbox"/> Remove
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10. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

DocuSigned by:

Duncan Smith

898FAB322A0D498

(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

J. Duncan Smith

(Typed or printed name of person signing)

CFO

(Title of person signing)

FILING FEE \$35.00

STATE OF MARYLAND
Department of Assessments and Taxation

I, Daniel K. Phillips, Director of the State Department of Assessments and Taxation, hereby certify that the attached document, consisting of 3 pages, inscribed with the same Authentication Code, is a true copy of the public record of the

ARTICLES OF AMENDMENT / NAME CHANGE-CORPORATION

for

CFG BANK

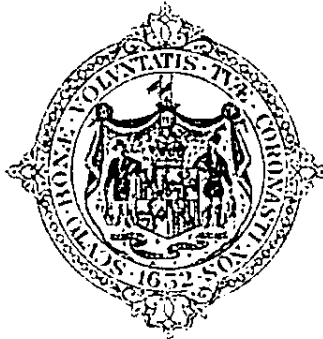
(Department ID: **D05482021**)

I further certify that this document is a true copy generated from the online service with the State Department of Assessments and Taxation.

In witness whereof, I have hereunto subscribed my signature and affixed the seal of the State Department of Assessments and Taxation of Maryland at Baltimore on this May 10, 2024.



Daniel K. Phillips
Director



700 East Pratt Street, 2nd Flr, Ste 2700, Baltimore, Maryland 21202
Telephone Baltimore Metro (410) 767-1344 / Outside Baltimore Metro (888) 246-5941
MRS (Maryland Relay Service) (800) 735-2258 TT/Voice

Online Certificate Authentication Code: SG_ecPzbSU2pnfcBGW2w7g
To verify the Authentication Code, visit <http://dat.maryland.gov/verify>

Certified Documents with a verifiable Authentication Code are Official, State-Approved Documents

**ARTICLES OF AMENDMENT
TO THE
AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
CFG COMMUNITY BANK**

CFG Community Bank, a Maryland state-chartered commercial bank (the “Bank”), having its principal place of business in Baltimore County, State of Maryland, hereby certifies to the State Department of Assessments and Taxation that:

FIRST: The Amended and Restated Articles of Incorporation of the Bank is hereby amended by striking out Article FIRST of the Amended and Restated Articles of Incorporation and inserting in lieu thereof the following:

ARTICLE FIRST

Name

The name of the commercial bank (which is hereinafter called the “Bank”) is:

CFG Bank

SECOND: The Board of Directors of the Bank, at a regular meeting of the Board of Directors held on October 25, 2022, adopted a resolution in which was set forth the foregoing amendment to the Amended and Restated Articles of Incorporation, declaring that said amendment to the Amended and Restated Articles of Incorporation was advisable.

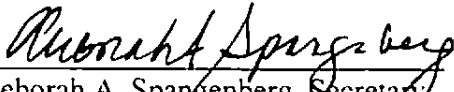
THIRD: The sole stockholder of the Bank, Capital Funding Bancorp, Inc., provided its written consent approving the amendment of the Bank’s Amended and Restated Articles of Incorporation as advised by the Board of Directors of the Bank on October 25, 2022.


[Signatures appear on the following page]

IN WITNESS WHEREOF, CFG COMMUNITY BANK has caused these presents to be signed in its name and on its behalf by its President and attested by its Secretary on the 25th day of October, 2022, and its President acknowledges that these Articles of Amendment are the act and deed of the Bank and, under the penalties of perjury, that the matters and facts set forth herein, which require such verification, are true and accurate in all material respects to the best of his knowledge, information and belief.

ATTEST:

CFG COMMUNITY BANK


Deborah A. Spangenberg, Secretary

By: 
William C. Wiedel, Jr., President



State of Maryland
Department of Labor
THE OFFICE OF THE COMMISSIONER of FINANCIAL REGULATION
1100 N. Eutaw Street, Suite 611
Baltimore, Maryland 21201

CERTIFICATE of APPROVAL
ARTICLES of AMENDMENT

Pursuant to Md. Code Ann., Financial Institutions Article § 3-213, the attached Articles of Amendment for **CFG Community Bank**, a Maryland-chartered commercial bank, with its principal office located at 1422 Clarkview Road, Baltimore, Maryland 21209 was filed with the Office of the Commissioner of Financial Regulation ("Commissioner") on December 6, 2022.

Based on the Commissioner's examination, the attached Articles of Amendment for CFG Community Bank are hereby approved.

WITNESS my hand and official seal of the Office of the Commissioner of Financial Regulation this 7th day of December 2022.



Michelle A.
Denoncourt

Digitally signed by Michelle A. Denoncourt
DN: cn=Michelle A. Denoncourt, o=Office of the
Commissioner of Financial Regulation,
ou=Corporate Actions,
email=richelle.denoncourt@maryland.gov, c=US
Reason: I am approving this document
Date: 2022.12.07 15:14:50 -0500

Michelle A. Denoncourt
Assistant Commissioner

STATE OF MARYLAND
Department of Assessments and Taxation

I, DANIEL K. PHILLIPS OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT THE DEPARTMENT, BY LAWS OF THE STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATIONS, OR THE RIGHTS OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE, AND THAT I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT CFG COMMUNITY BANK, FILED ITS ARTICLES OF AMENDMENT WITH A NAME CHANGE CHANGING ITS NAME TO CFG BANK WITH THIS DEPARTMENT ON NOVEMBER 16, 2022 AND THAT THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING TO TRANSACT BUSINESS IN MARYLAND.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY SIGNATURE AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE ON THIS MAY 15, 2024.



Daniel K. Phillips
Director



STATE OF MARYLAND

Department of Assessments and Taxation

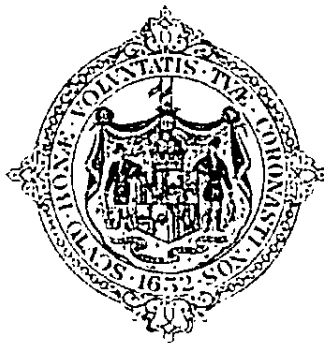
I, DANIEL K. PHILLIPS OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT THE DEPARTMENT, BY LAWS OF THE STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATIONS, OR THE RIGHTS OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE, AND THAT I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT CFG BANK (D05482021), INCORPORATED SEPTEMBER 17, 1999, IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND THE CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN MARYLAND.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY SIGNATURE AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE ON THIS MAY 09, 2024.



Daniel K. Phillips
Director



700 East Pratt Street, 2nd Flr, Ste 2700, Baltimore, Maryland 21202
Telephone Baltimore Metro (410) 767-1344 / Outside Baltimore Metro (888) 246-5941
MRS (Maryland Relay Service) (800) 735-2258 TT/Voice