

F12000001595

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

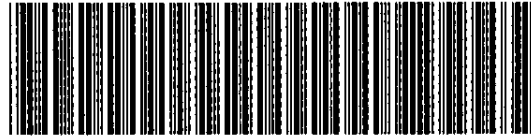
(Document Number)

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Special Instructions to Filing Officer:

~~1012-19217~~

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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: PENN LIBERTY BANK, A PENNSYLVANIA COMMERCIAL BANK CORPORATION
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:

PETER BLACKLOCK

Name of Person

FOX ROTHSCHILD LLP

Firm/Company

222 LAKEVIEW AVENUE, SUITE 700

Address

WEST PALM BEACH, FL 33401

City/State and Zip code

PBLACKLOCK@FOXROTHSCHILD.COM

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

For further information concerning this matter, please call:

PETER BLACKLOCK

Name of Person

at (561) 835-9600

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 5, 2012

PETER BLACKLOCK
FOX ROTHSCHILD LLP
222 LAKEVIEW AVENUE, SUITE 700
WEST PALM BEACH, FL 33401

SUBJECT: PENN LIBERTY BANK, A PENNSYLVANIA COMMERCIAL BANK
CORPORATION
Ref. Number: W12000019217

We have received your document for PENN LIBERTY BANK, A PENNSYLVANIA COMMERCIAL BANK CORPORATION 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.

The name listed in number one of the application must be identical to the name listed in the certificate of existence.

Please type or print name of the Director or Officer.

The name must contain a word that will clearly indicate that it is a corporation. Such words include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

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) 245-6052.

Valerie Herring
Regulatory Specialist II

Letter Number: 012A00011134

New Filing Section



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.ITSYOURMONEYFLORIDA.COM • 850-487-9887

LINDA B. CHARITY
INTERIM COMMISSIONER

April 10, 2012

Mr. Peter Blacklock
c/o Fox Rothschild
222 Lakeview Avenue, S-700
West Palm Beach, FL 33410

Re: Penn Liberty Bank, Corporation

Dear Mr. Blacklock:

Reference is made to your recent e-mail requesting approval of the above name, which is a commercial bank located in Wayne, Pennsylvania.

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

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. PENN LIBERTY 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. PENNSYLVANIA

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

3. 20-1261466

(FEI number, if applicable)

4. JUNE 18, 2004

(Date of incorporation)

5. PERPETUAL

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

6. UPON QUALIFICATION

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

7. 724 W. LANCASTER AVE., WAYNE, PA 19087

(Principal office address)

P.O. BOX 917, SOUTHEASTERN, PA 19399-0917

(Current mailing address)

TO ENGAGE IN ANY LAWFUL ACT OR ACTIVITY FOR WHICH CORPORATIONS MAY BE
ORGANIZED TO DO BUSINESS IN THE STATE OF FLORIDA

(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: PETER BLACKLOCK

Office Address: C/O FOX ROTHSCHILD LLP, 222 LAKEVIEW AVENUE, SUITE 700

WEST PALM BEACH 33401

(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)

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.

FILED

12 APR 12 PM 2: 21

SECRETARY OF STATE
TREASURER OF STATE

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

A. DIRECTORS

Chairman: Patrick J. Ward

Address: 724 W. Lancaster Avenue, Suite 210, Wayne, PA 19087

Vice Chairman: Not Applicable

Address:

Director: Brian C. Zwaan

Address: 724 W. Lancaster Avenue, Suite 210, Wayne, PA 19087

Director: David K. Griest

Address: 724 W. Lancaster Avenue, Suite 210, Wayne, PA 19087

B. OFFICERS

President: Brian C. Zwaan

Address: 724 W. Lancaster Avenue, Suite 210, Wayne, PA 19087

Executive Vice President: Ted Aicher, Chief Financial Officer & Corporate Secretary

Address: 724 W. Lancaster Avenue, Suite 210, Wayne, PA 19087

Secretary: See above

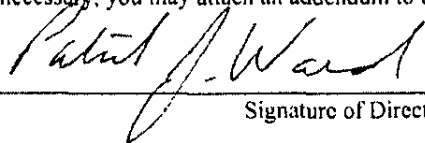
Address: See Above

Treasurer: Not applicable

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. Chairman & Chief Executive Officer

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

PATRICK J. WARD, CHAIRMAN

Addendum – Additional Directors

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Director: Michael J. Brown

Address: 724 W. Lancaster Avenue, Suite 210, Wayne, PA 19087

Director: Charles P. Connolly, Jr.

Address: 724 W. Lancaster Avenue, Suite 210, Wayne, PA 19087

Director: James D. Dancella

Address: 724 W. Lancaster Avenue, Suite 210, Wayne, PA 19087

Director: Joanne Harmelin

Address: 724 W. Lancaster Avenue, Suite 210, Wayne, PA 19087

Director: Paul M. LaNoce

Address: 724 W. Lancaster Avenue, Suite 210, Wayne, PA 19087

Director: Charles H. Meacham

Address: 724 W. Lancaster Avenue, Suite 210, Wayne, PA 19087

Director: Russell Naylor

Address: 724 W. Lancaster Avenue, Suite 210, Wayne, PA 19087

Director: Paul A. Torretta

Address: 724 W. Lancaster Avenue, Suite 210, Wayne, PA 19087

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE

MARCH 22, 2012

FILED

12 APR 12 PM 2:21

SECRETARY'S OFFICE
HARRISBURG, PA

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

Penn Liberty Bank

is duly incorporated as a Pennsylvania Corporation under the laws of the Commonwealth of Pennsylvania and remains a subsisting corporation so far as the records of this office show, as of the date herein.

I DO FURTHER CERTIFY THAT, This Subsistence Certificate shall not imply that all fees, taxes, and penalties owed to the Commonwealth of Pennsylvania are paid.



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.

Carol Aichele

Secretary of the Commonwealth