

F/200001810

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

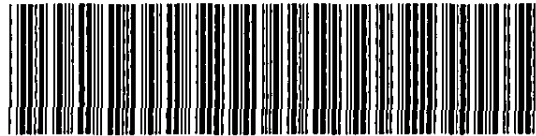
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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2012 APR 27 P 3:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RJ  
4/27




Linda B. Charity  
Interim Commissioner

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### INTEROFFICE COMMUNICATION

DATE: April 27, 2012

TO: Karon Beyer, Division of Corporations

FROM: John Pullen, Office of Financial Regulation 

SUBJECT: Application by Bankia, S.A. for Authority to Open an International Branch Office in Florida

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Bankia, S.A., a foreign bank organized under the laws of Spain, was approved on January 17, 2012, to open an international branch office in Florida. In accordance with this approval, please find the attached documents (original and 2 copies): Application By Foreign Corporation For Authorization To Transact Business In Florida; the Certificate of Good Standing issued by the applicant's home country supervisor, Bank of Spain; a copy of the Final Order issued by the Office of Financial Regulation; and a copy of attorney Javier Alvarez's letter to this office regarding the filing of the application. The desired effective date is April 27, 2012.

Please make the following distribution of certified copies:

- (1) One copy to: Office of Financial Regulation  
200 East Gaines Street  
Tallahassee, Florida 32399-0371
- (2) One copy to: Javier Alvarez, Esquire  
Avila Rodriguez Hernandez Mena & Ferri LLP  
2525 Ponce de Leon Boulevard  
Penthouse 1225  
Coral Gables, Florida 33134

Also attached is a \$87.50 check which represents payment of the applicable fees. If there is an underpayment, please contact Javier Alvarez at (786) 594-4119. If there is an overpayment, please issue a refund to Avila Rodriguez Hernandez Mena & Ferri LLP.

If you have any questions, please call me at 410-9527.

Attachments

## COVER LETTER

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

**SUBJECT:** Bankia, S.A.

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:

Asnardo Garro, Esq.

Name of Person

Avila Rodriguez Hernandez Mena & Ferri LLP

Firm/Company

2525 Ponce de Leon Blvd., Suite 1225

Address

Coral Gables, FL 33134

City/State and Zip code

agarro@arhmf.com

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

For further information concerning this matter, please call:

Asnardo Garro

Name of Person

at ( 305 ) 779-3560

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

**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. Bankia, S.A.

(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. Applied For

(FEI number, if applicable)

4. December 5, 1963

(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. Calle Pintor Sorolla 8, Valencia, Spain

(Principal office address)

1450 Brickell Avenue, Miami, Florida 33131

(Current mailing address)

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

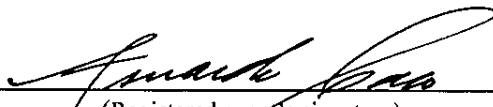
(City)

, Florida 33134

(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.

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. \_\_\_\_\_

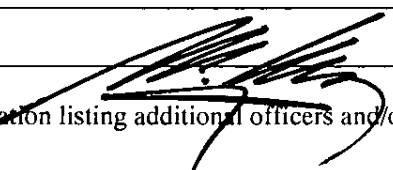
Signature of Director or Officer

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. Manuel Nuñez Fernandez, Proposed General Manager

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

FILED  
2012 APR 27 P 3:18  
CLERK OF STATE  
TALLAHASSEE, FL 32399



BANKIA, S.A.

Directors/Officers Rider to Application

**Directors:**

Rodrigo de Rato Figaredo

José Luis Olivas Martínez

Francisco Verdú Pons

José Manuel Fernández Norniella

José Antonio Moral Santín

Javier López Madrid

Arturo Fernández Álvarez

Antonio Tirado Jiménez

Juan Llopart Pérez

José Manuel Serra Peris

Carmen Cavero Mestre

Alberto Ibáñez González

Atilano Soto Rábanos

Araceli Mora Enguñados

Francisco Juan Ros García

Alvaro de Ulloa

**Officers:**

Chairman of the Board of  
Directors:

Rodrigo de Rato Figaredo

Vice-Chairman of the Board  
of Directors:

José Luis Olivas Martínez

Managing Director (Intl &  
Corporate Banking):

Jaime Gonzalez Lasso de la Vega

General Manager  
(Miami Agency):

Manuel Nuñez Fernandez

FILED  
2012 APR 27 P 3:38  
CLERK OF DISTRICT COURT  
MILWAUKEE, WISCONSIN

STATE OF FLORIDA  
OFFICE OF FINANCIAL REGULATION



**In Re: Application by Bankia, S.A.,  
Valencia, Spain for Authority to Establish an  
International Branch Office in Miami,  
Miami-Dade County, Florida**

Admin. File No. 0885-FI-12/11

**FINAL ORDER OF APPROVAL**

On December 30, 2011, pursuant to Sections 663.05, 663.10, and 663.055, Florida Statutes, the Office of Financial Regulation ("OFR") issued the attached Notice of Intent to Approve the above-referenced application. The OFR received the Applicant's written waiver of its right to a hearing concerning the proposed OFR action on January 9, 2012.

Accordingly, it is ORDERED:

1. The application by Bankia, S.A., Valencia, Spain for Authority to Establish an International Branch Office in Miami, Miami-Dade County, Florida is APPROVED, subject to satisfaction of the conditions contained in the attached Notice of Intent to Approve.
2. The Applicant must satisfy the conditions of approval specified in the attached Notice of Intent to Approve. Until these conditions have been met, or if any interim development is deemed to warrant further action by the OFR, the Commissioner reserves the right to alter, suspend, or withdraw approval.

**Done and Ordered** this 17<sup>th</sup> day of January, 2012, at Tallahassee, Leon County, Florida.

  
Tom Grady, Commissioner  
Office of Financial Regulation

**NOTICE OF RIGHTS**

A PARTY WHO IS ADVERSELY AFFECTED BY THIS FINAL ORDER IS ENTITLED TO JUDICIAL REVIEW PURSUANT TO SECTION 120.68, FLORIDA STATUTES. REVIEW PROCEEDINGS ARE GOVERNED BY THE FLORIDA RULES OF APPELLATE PROCEDURE. SUCH PROCEEDINGS ARE COMMENCED BY FILING THE ORIGINAL NOTICE OF APPEAL WITH THE AGENCY CLERK FOR THE OFFICE OF FINANCIAL REGULATION AS FOLLOWS:

**By Mail or Facsimile**

Office of Financial Regulation  
P.O. Box 8050  
Tallahassee, Florida 32314-8050  
Phone: (850) 410-9880  
Fax: (850) 410-9548

**OR**

**By Hand Delivery**


Office of Financial Regulation  
General Counsel's Office  
The Fletcher Building, Suite 118  
101 East Gaines Street  
Tallahassee, Florida 32399-0379  
Phone: (850) 410-9889

A COPY OF THE NOTICE OF APPEAL, ACCOMPANIED BY THE FILING FEES AS REQUIRED BY LAW, MUST ALSO BE FILED WITH THE DISTRICT COURT OF APPEAL, FIRST DISTRICT, 2000 DRAYTON DRIVE, TALLAHASSEE, FLORIDA 32309-0950, OR WITH THE DISTRICT COURT OF APPEAL IN THE APPELLATE DISTRICT WHERE THE PARTY RESIDES. **THE NOTICE OF APPEAL MUST BE FILED WITH BOTH THE AGENCY CLERK FOR THE OFFICE OF FINANCIAL REGULATION AND THE DISTRICT COURT OF APPEAL WITHIN 30 DAYS OF THE RENDITION OF THE ORDER TO BE REVIEWED.**



**CERTIFICATE OF SERVICE**

I hereby certify that a true copy of the foregoing Final Order of Approval has been furnished by U.S. Mail this 17<sup>th</sup> day of January, 2012, to Mr. Alcides I. Avila, Esquire, Avila Rodriguez Hernandez Mena & Ferri, LLP, 2525 Ponce de Leon Boulevard, Penthouse 1225, Coral Gables, Florida 33134-6049.



Leslie E. Bryson  
Florida Bar No. 0498831  
Assistant General Counsel  
Division of Financial Institutions  
Office of Financial Regulation  
200 East Gaines Street  
The Fletcher Building, Suite 636A  
Tallahassee, Florida 32399-0371  
Tel: (850) 410-9800

FILED  
2012 APR 27 P 3:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Salida  
Fecha: 11/10/2011  
2011/C79/00S011557

BANCODE ESPAÑA  
Eurosistema  
Registro  
Central de Madrid



**BANCODE ESPAÑA**  
Eurosistema

Departamento de Instituciones Financieras  
División de Regulación

Registros Oficiales

Asunto: Envío de certificación.

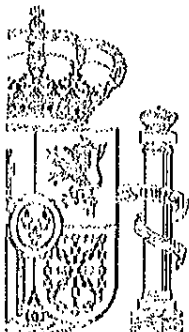
SECRETARIO CONSEJO  
BANKIA, S.A.  
PS DE LA CASTELLANA, 189  
28046 MADRID

2038/11E03805.egx

Madrid, 7 de octubre de 2011

En contestación a su correo electrónico de fecha 5 de octubre de 2011 les remitimos la certificación solicitada.

José María Lamamié de Clairac  
Director del Departamento



2012 APR 27 P 3:38  
RECEIVED  
FEDERAL RESERVE BANK  
WASHINGTON, D.C.

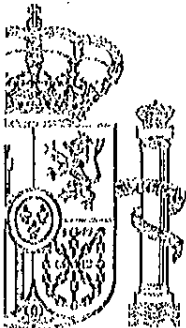
FILED

**José María Lamamié de Clairac Delgado, Director del Departamento de Instituciones Financieras:**

**Certifico:** Que BANKIA, S.A. figura inscrito en el Registro de Bancos y Banqueros, con número de codificación 2038 y domicilio social en calle Pintor Sorolla, nº 8 de Valencia.

Que BANKIA, S.A. está legalmente constituido y organizado como entidad de crédito plenamente operativa para el desarrollo de las actividades propias de ese tipo de entidades y supervisado por el Banco de España.

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



SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2012 APR 27 P 3:38

FILED



**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 BANKIA, S.A., as a legally chartered and organized fully operational credit entity, issued by Bank of Spain,**

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: October 16, 2011.

  
Marcela Noriega

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2012 OCT 27 P 3:30

FILED

**BANK OF SPAIN**  
Eurosystem

**I, José María Lamamié de Clairac Delgado, Director of the Department of Financial Institutions:**

**Certify** that: BANKIA, S.A. is registered in the Bank and Banker Registry under code number 2038, with a registered office at calle Pintor Sorolla, nº8, in Valencia;

BANKIA, S.A. is legally chartered and organized as a fully operational credit entity for the development of activities usually engaged in by such type of entities and it is supervised by Bank of Spain.

In witness whereof, and so as to be effective wheresoever deemed convenient, I have issued this instrument in Madrid, on the seventh day of October, two thousand eleven.

/Illegible signature/

2011 OCT 27 P 3:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FILED**

**BANK OF SPAIN**

/illegible/

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