

Fax Server Corporations 1/24/2012 3:45 PM PAGE 1/009 Fax Server 1 of 1
F12000000208
ATTENTION: BECKY MCKNIGHT

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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ATTENTION: BECKY MCKNIGHT

RESUBMIT

Please give original
submission date as file date.

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

From: Account Name : CORPORATION SERVICE COMPANY
Account Number : 120000000195
Phone : (850) 521-0821
Fax Number : (850) 558-1515

ATTENTION: BECKY MCKNIGHT

****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
FIRST REPUBLIC BANK

Certificate of Status	1
Certified Copy	1
Page Count	08
Estimated Charge	\$87.50

ATTENTION: BECKY MCKNIGHT

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 MAY 23 AM 8:37

Electronic Filing Menu

Corporate Filing Menu

Help



LINDA B. CHARITY
INTERIM COMMISSIONER

STREET ADDRESS: 101 East Gaines Street, Suite 636 • PHONE (850) 410-8800 • 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 • 850-487-8887

May 24, 2012

Ms. Jennifer Sze-Merrick
111 Pine Street
San Francisco, CA 94111

Re: First Republic Bank

Dear Ms. Sze-Merrick:

Reference is made to your recent letter requesting approval of the above name, which is a California state-chartered bank located in San Francisco, California.

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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FINANCIAL SERVICES COMMISSION

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JEFF ATWATER
CHIEF FINANCIAL
OFFICER

ADAM PUTNAM
COMMISSIONER OF
AGRICULTURE



May 24, 2012

FLORIDA DEPARTMENT OF STATE
Division of Corporations

CORPORATION SERVICE COMPANY

SUBJECT: FIRST REPUBLIC BANK, A CALIFORNIA CORPORATION
REF: W12000028787

The only acceptable words for designation as a professional association are PROFESSIONAL ASSOCIATION, P.A., and CHARTERED.

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

The registered agent must sign accepting the designation.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Tim Burch
Regulatory Specialist II

FAX Aud. #: H12000138069
Letter Number: 612A00015151

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: First Republic Bank

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:

Jennifer Sze-Merrick

Name of Person

First Republic Bank

Firm/Company

111 Pine Street

Address

San Francisco, CA 94111

City/State and Zip code

jsze@firstrepublic.com, edobranski@firstrepublic.com

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

For further information concerning this matter, please call:

Jennifer Sze-Merrick at (415) 296-5768

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

**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. First Republic Bank

(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. California

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

3. 80-0513856

(FEI number, if applicable)

4. 10/15/2009

(Date of incorporation)

5. perpetual

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

6. N/A

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

7. 111 Pine Street, San Francisco, CA, 94111

(Principal office address)

111 Pine Street, San Francisco, CA, 94111

(Current mailing address)

8. To provide banking and trust services

(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee

(City)

, Florida 32301

(Zip code)

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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.

Stephanie K. Milnes Stephanie K. Milnes
Assistant Vice President

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: Please see Exhibit A attached hereto.

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Please see Exhibit A attached hereto.

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. Edward J. Dobranski, Executive Vice President, General Counsel and Secretary

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

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State of Florida
Application by Foreign Corporation
for Authorization to Transact Business in Florida
of
First Republic Bank

EXHIBIT A

Officers and Directors

<u>OFFICERS</u>		
Title(s)	Name	Address
Chairman and Chief Executive Officer	James H. Herbert, II	111 Pine Street, San Francisco, CA 94111
President and Chief Operating Officer	Katherine August-deWilde	111 Pine Street, San Francisco, CA 94111
Executive Vice-President, General Counsel and Secretary	Edward J. Dobranski	111 Pine Street, San Francisco, CA 94111
Executive Vice President and Chief Financial Officer	Willis H. Newton, Jr.	111 Pine Street, San Francisco, CA 94111
Executive Vice President and Chief Credit Officer	David B. Lichtman	111 Pine Street, San Francisco, CA 94111
Executive Vice President and Chief Technology Officer	Dale A. Smith	111 Pine Street, San Francisco, CA 94111
Executive Vice President, Deposit Sales, Products & Strategy	Joseph M. Petitti	111 Pine Street, San Francisco, CA 94111
Executive Vice President and Chief Marketing Officer	Dianne Snedaker	111 Pine Street, San Francisco, CA 94111
Senior Executive Vice President	Michael D. Selfridge	111 Pine Street, San Francisco, CA 94111
Senior Vice President, Finance	Jason C. Bender	111 Pine Street, San Francisco, CA 94111
Senior Vice President, Deputy Chief Financial Officer	Michael Roffler	111 Pine Street, San Francisco, CA 94111
Treasurer	Phil Nonneman	111 Pine Street, San Francisco, CA 94111

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<u>DIRECTORS</u>	
Name	Address
James H. Herbert, II	111 Pine Street, San Francisco, CA 94111
Katherine August-deWilde	111 Pine Street, San Francisco, CA 94111
Thomas J. Barrack, Jr.	111 Pine Street, San Francisco, CA 94111
Frank J. Fahrenkopf, Jr.	111 Pine Street, San Francisco, CA 94111
William E. Ford	111 Pine Street, San Francisco, CA 94111
L. Martin Gibbs	111 Pine Street, San Francisco, CA 94111
Sandra R. Hernández, M.D.	111 Pine Street, San Francisco, CA 94111
Pamela J. Joyner	111 Pine Street, San Francisco, CA 94111
Jody S. Lindell	111 Pine Street, San Francisco, CA 94111
George G. C. Parker	111 Pine Street, San Francisco, CA 94111

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State of California
Secretary of State

CERTIFICATE OF STATUS

ENTITY NAME:

FIRST REPUBLIC BANK

FILE NUMBER: C3111474
FORMATION DATE: 10/15/2009
TYPE: DOMESTIC CORPORATION
JURISDICTION: CALIFORNIA
STATUS: ACTIVE (GOOD STANDING)

I, DEBRA BOWEN, Secretary of State of the State of California,
hereby certify:

The records of this office indicate the entity is authorized to
exercise all of its powers, rights and privileges in the State of
California.

No information is available from this office regarding the financial
condition, business activities or practices of the entity.



IN WITNESS WHEREOF, I execute this certificate
and affix the Great Seal of the State of
California this day of May 17, 2012.

DEBRA BOWEN
Secretary of State

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