

10/22/2014 15:54:34 From:

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Division of Corporations

Page 1 of 1

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Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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To:

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

From:

Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 222-1092
Fax Number : (850) 878-5368

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

RECEIVED
14 OCT 22 PM 4:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FOREIGN PROFIT/NONPROFIT CORPORATION

Emigrant Bank

| | |
|-----------------------|---------|
| Certificate of Status | 1 |
| Certified Copy | 1 |
| Page Count | 08 |
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Electronic Filing Menu

Corporate Filing Menu

Help

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Emigrant 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:

Linda Young

Name of Person

Emigrant Bank

Firm/Company

5 East 42nd Street

Address

New York, NY 10017

City/State and Zip code

youngl@emigrant.com

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

For further information concerning this matter, please call:

Stephanie Nygard

Name of Person

at (212) 715-1104

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. Emigrant 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. New York

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

3. 13-5052245

(FEI number, if applicable)

4. April 10, 1850

(Date)

5. Perpetual

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

6.

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

7. 5 East 42nd Street, New York, NY 10017

(Principal office address)

5 East 42nd Street, New York, NY 10017

(Current mailing address)

8. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: CT Corporation System

Office Address: 515 East Park Avenue

Tallahassee

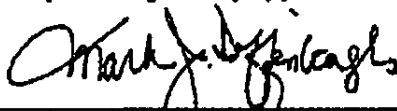
(City)

, Florida 32301

(Zip code)

9. 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)

Mark J. Dillenbaugh

Asst. Secretary & V. President

10. 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.

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

A. DIRECTORS

Chairman: See Attachment A

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See Attachment A

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.

12. _____


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.

13. John R. Hart, Vice Chairman and Treasurer, New York Private Bank & Trust, a division of Emigrant Bank

**Emigrant Bank
Attachment A to Application by Foreign Corporation
for Authorization to Transact Business in Florida**

11. Names and business addresses of officers and/or directors

A. DIRECTORS

Howard P. Milstein, Chairman of the Board
5 East 42nd Street, New York, NY 10017

Barry S. Friedberg
5 East 42nd Street, New York, NY 10017

Michael W. Hodin
5 East 42nd Street, New York, NY 10017

Edward L. Milstein
5 East 42nd Street, New York, NY 10017

Robert J. Mueller
5 East 42nd Street, New York, NY 10017

Brian D. O'Neill
5 East 42nd Street, New York, NY 10017

Gilbert S. Stein
5 East 42nd Street, New York, NY 10017

Alan H. Weiner
5 East 42nd Street, New York, NY 10017

John E. Zuccotti
5 East 42nd Street, New York, NY 10017

B. OFFICERS

Howard P. Milstein
President and Chief Executive Officer, Emigrant Bank
5 East 42nd Street, New York, NY 10017

John R. Hart
Vice Chairman and Treasurer, New York Private Bank & Trust, a division of Emigrant Bank
5 East 42nd Street, New York, NY 10017

Francis R. May
Treasurer, Emigrant Bank
5 East 42nd Street, New York, NY 10017

Douglas J. McClintock
Executive Vice President, General Counsel & Corporate Secretary, Emigrant Bank
5 East 42nd Street, New York, NY 10017

Susan Brennan
Managing Director, New York Private Bank & Trust, a division of Emigrant Bank
5 East 42nd Street, New York, NY 10017]

Christine Sandrib
Vice President, New York Private Bank & Trust, a division of Emigrant Bank
5 East 42nd Street, New York, NY 10017

10/22/2014 15:58:54 From: To: 8506176381

(6/8)

Harriet Edelman
Vice Chairman, Emigrant Bank
5 East 42nd Street, New York, NY 10017

Jeffrey Brown
Senior Vice President, Director of Information Technology, Emigrant Bank
Elmsford Operations, 7 Westchester Plaza, Floor 1, Elmsford, NY 10523

Liliana Bocxe
First Vice President, Corporate Controller & Chief Accountant, Emigrant Bank
5 East 42nd Street, New York, NY 10017

New York State
Department of Financial Services

I, RUTH ADAMS, Deputy Superintendent, Community and Regional Banks, Banking Division, New York State Department of Financial Services, DO HEREBY CERTIFY:

THAT, EMIGRANT BANK, is a corporation duly organized and existing under the laws of the State of New York and has its principal office and place of business at 5 East 42nd Street, New York, New York. Such corporation is validly existing as a banking organization under the Banking Law of the State of New York. The authorization certificate of such corporation has not been revoked or suspended and such corporation is a subsisting savings bank under the supervision of this Department.

WITNESS, my hand and official seal of the Department of Financial Services at the City of New York, this 17th day of October in the Year two thousand and fourteen.



Deputy Superintendent
Community and Regional Banks

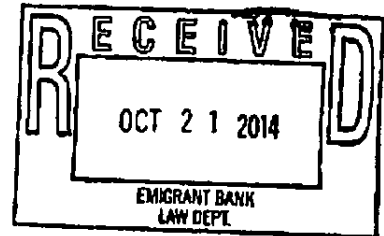


FLORIDA OFFICE OF FINANCIAL REGULATION

www.FLOFR.com

DREW J. BREAKSPEAR
COMMISSIONER

October 17, 2014



Mr. Douglas McClintock
Executive Vice President,
General Counsel &
Corporate Secretary
Emigrant Bank
5 East 42nd Street
New York, New York 10017

Re: Emigrant Bank

Dear Mr. McClintock:

Reference is made to your recent letter requesting approval to register the above-referenced fictitious name with the Florida Secretary of State. Emigrant Bank is a non-member bank located in New York, New York.

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,

A handwritten signature in cursive script that reads "Robert D. Hayes".

Robert D. Hayes
Director

RDH:dlb

cc: Brenda Tadlock, Chief, Bureau of Commercial Recordings, Division of Corporations,
Department of State