

F15000000645

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

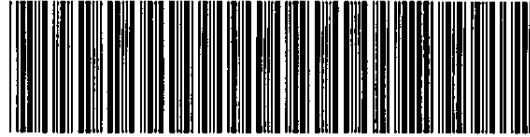
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02/04/15--01013--001 \*\*87.50

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

15 FEB 17 PM 4:04

APPROVED  
AND  
FILED

117



FENIMORE, KAY, HARRISON & FORD, LLP  
ATTORNEYS AND COUNSELORS AT LAW

812 SAN ANTONIO STREET  
SUITE 600  
AUSTIN, TEXAS 78701

TEL 512 • 583 • 5900  
FAX 512 • 583 • 5940

GEOFFREY S. KAY  
DIRECT DIAL: 512 • 583 • 5909  
EMAIL: gkay@fkhpartners.com

February 2, 2015

**By Federal Express**

New Filing Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

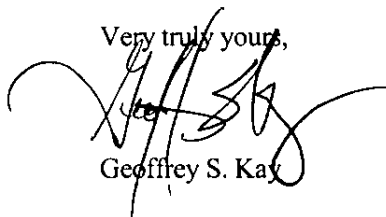
**Re: Request by First NBC Bank, New Orleans, Louisiana, for Authorization to Conduct Business in the State of Florida**

Dear Sir/Madam:

We are writing on behalf of First NBC Bank, a Louisiana state bank based in New Orleans, Louisiana ("Bank"), to file the enclosed Application by Foreign Corporation for Authorization to Transact Business in Florida. To facilitate your review and processing of the enclosed application, we have also enclosed (1) a letter from the Florida Office of Financial Regulation evidencing its non-objection to the use of the above-referenced name in the transaction of business in the state of Florida, and (2) a certificate of existence with respect to the Bank issued by the Louisiana Office of Financial Institutions. We have also enclosed a check in the amount of \$87.50 to cover the requisite fees for the filing, a certificate of status and a certified copy of the filing.

Please do not hesitate to contact us if you have any questions regarding this letter or if we may be of further assistance. We sincerely appreciate your prompt consideration of this request.

Very truly yours,



Geoffrey S. Kay

enclosures

cc: Marsha S. Crowle

## COVER LETTER

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

**SUBJECT:** First NBC 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:

Geoffrey S. Kay

Name of Person

Fenimore, Kay, Harrison & Ford, LLP

Firm/Company

812 San Antonio Street, Suite 600

Address

Austin, Texas 78701

City/State and Zip code

mcrowle@firstnbcbank.com

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

For further information concerning this matter, please call:

Geoffrey Kay

Name of Person

at ( 512 ) 583-5909

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:

- |   |  |   |  |
|---|--|---|--|
| <input type="checkbox"/> \$70.00 Filing Fee | <input type="checkbox"/> \$78.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$78.75 Filing Fee &<br>Certified Copy | <input checked="" type="checkbox"/> \$87.50 Filing Fee,<br>Certificate of Status &<br>Certified Copy |
|---|--|---|--|



# FLORIDA OFFICE OF FINANCIAL REGULATION

www.FLOFR.com

**DREW J. BREAKSPEAR**  
COMMISSIONER

January 22, 2015

Mr. Geoffrey S. Kay  
Fenimore, Kay, Harrison & Ford, LLP  
812 San Antonio Street  
Suite 600  
Austin, TX 78701

Re: First NBC Bank

Dear Mr. Kay:

Reference is made to your recent letter requesting approval of the above name, which is a Louisiana state-chartered bank headquartered in New Orleans, Louisiana.

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 black ink that reads "Robert D. Hayes". The signature is written in a cursive, flowing style.

Robert D. Hayes  
Director

RDH:dlb

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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

February 11, 2015

GEOFFREY S. KAY  
FEINMORE, KAY, HARRISON & FORD, LLP  
812 SAN ANTONIO SGREET, SUITE 600  
AUSTIN, TX 78701

SUBJECT: FIRST NBC BANK  
Ref. Number: W15000010126

We have received your document for FIRST NBC BANK and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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  
New Filing Section

Letter Number: 315A00002880

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 NBC 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. **Louisiana**

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

3. **20-4267219**

(FEI number, if applicable)

4. **1/20/2015**

(Date of incorporation)

5. **Perpetual**

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

6. **1/20/2015**

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

7. **210 Baronne Street, New Orleans, Louisiana 70112**

(Principal office address)

**210 Baronne Street, New Orleans, Louisiana 70112**

(Current mailing address)

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

Name: **C T Corporation System**

Office Address: **1200 South Pine Island Road**

**Plantation**

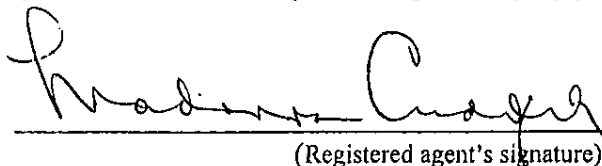
(City)

, Florida **33324**

(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)

Madonna Cuddihy  
Special Assistant Secretary

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.

15 FEB 27 PM 4:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED

APPROVED  
AND  
FILED

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

**A. DIRECTORS**

15 FEB 17 PM 4:04

Chairman: **See Attached**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS**

President: \_\_\_\_\_

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. Marsha S. Crowle

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. **Marsha S. Crowle, Senior Executive Vice President and Chief Compliance Officer**

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

APPROVED  
AND  
FILED

FIRST NBC BANK  
DIRECTORS AND OFFICERS

15 FEB 17 PM 4:04

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Directors

William D. Aaron, Jr.  
David W. Anderson  
Herbert W. Anderson  
Dale Atkins  
Peter Babin, III  
John C. Calhoun  
William Carrouche  
James E. Fitzmorris, Jr.  
John F. French  
Leon L. Giorgio, Jr.  
Shivan Govindan  
L. Blake Jones  
Herman Moyse, III  
Grish Roy Pandit  
Stephen Petagna  
James C. Roddy  
Ashton J. Ryan, Jr.  
Charles C. Teamer, Jr.  
Joseph Toomy  
Michael R. Wilkinson

Officers

Ashton J. Ryan, Jr.	Chairman, President & Chief Executive Officer
William J. Burnell	Senior Executive Vice President & Chief Credit Officer
Marsha Crowle	Senior Executive Vice President & Chief Compliance Officer
David W. Anderson	Executive Vice President & Chief Trust Officer
Louis Ballero	Executive Vice President & Chief Lending Officer
George Jourdan	Executive Vice President & Chief Operations Officer
Mary Beth Verdigets	Executive Vice President & Chief Financial Officer
Pamela Giarrusso	Senior Vice President, Chief Accounting Officer & Controller

The address for each of the individuals listed above is:  
c/o First NBC Bank  
210 Baronne Street  
New Orleans, LA 70112





STATE OF LOUISIANA  
OFFICE OF FINANCIAL INSTITUTIONS  
BATON ROUGE, LOUISIANA



IT IS HEREBY CERTIFIED THAT

**FIRST NBC BANK,**

domiciled in New Orleans, Orleans Parish, Louisiana,

was issued a Certificate of Authority

to conduct the business of banking under

the laws of the State of Louisiana, effective May 19, 2006,

and that

**FIRST NBC BANK,**

domiciled in New Orleans, Orleans Parish, Louisiana,

is currently operating pursuant to said Certificate.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

15 FEB 17 PM 4:04

APPROVED  
AND  
FILED



In testimony whereof, I have hereunto set  
my hand and caused the seal of my Office  
to be affixed at the City of Baton Rouge  
on January 29, 2015.

John Ducrest, CPA  
Commissioner of Financial Institutions