

2/20/2015 14:38:00 From: To: 850176727

Division of Corporations

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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.

((H15000043155 3)))



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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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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****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
CALIFORNIA REPUBLIC BANK:**

Certificate of Status	0
Certified Copy	0
Page Count	078
Estimated Charge	\$70.00

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2/20/2015 14:38:38 From: To: 8506176381

(2/8)

850-617-6381 2/20/2015 12:51:25 PM PAGE 1/001 Fax Server



February 20, 2015

FLORIDA DEPARTMENT OF STATE
Division of Corporations

E-FILE
CT CORPORATION

SUBJECT: CALIFORNIA REPUBLIC BANK ("CORPORATION")
REF: W15000012615

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Please Remove the word ("Corporation") from the name, it is not listed on your certificate.,

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

Sylvia Gilbert
Regulatory Specialist II
New Filing Section

FAX Aud. #: H15000043155
Letter Number: 915A00003628

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REG. & E-FILE
DIVISION OF CORPORATIONS

P.O BOX 6327 - Tallahassee, Florida 32314



FLORIDA OFFICE OF FINANCIAL REGULATION

DREW J. BREAKSPEAR
COMMISSIONER

February 11, 2015

Ms. Barbara O'Keefe
Vice President Legal Compliance, Auto Division
California Republic Bank
18400 Von Karman Avenue, Suite 1100
Irvine, CA 92612-0427

Re: California Republic Bank

Dear Ms. O'Keefe:

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

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, reading "Robert D. Hayes", is written over the typed name.

Robert D. Hayes
Director

RDH:dlb

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

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: California 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:

Barbara O'Keefe

Name of Person

California Republic Bank

Firm/Company

18400 Von Karman, Suite 1100

Address

Irvine, California 92612

City/State and Zip code

licensing@crbnk.com

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

For further information concerning this matter, please call:

Barbara O'Keefe

at (949) 270-9731

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. California 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 3. C3006234
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. July 13, 2007 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Not applicable
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. 18400 Von Karman, Suite 1100, Irvine, California 92612
(Principal office address)
18400 Von Karman, Suite 1100, Irvine, California 92612
(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, Florida 33324
(City) (Zip code)

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TALLAHASSEE, FLORIDA

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.

C T Corporation System
By: Deke Byr
(Registered agent's signature)

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: Robert Barth

Address: 18400 Von Karman, Suite 1100
Irvine, California 92612

Vice Chairman: n/a

Address: _____

Director: Jon R. Wilcox (CEO and Director)

Address: 18400 Von Karman, Suite 1100
Irvine, California 92612

Director: John M. Bendheim

Address: 18400 Von Karman, Suite 1100
Irvine, California 92612

B. OFFICERS

President: John W. DeCero (President & Director)

Address: 18400 Von Karman, Suite 1100
Irvine, California 92612

Vice President: Mark R. Rebal (Executive Vice President & CCO)

Address: 18400 Von Karman, Suite 1100
Irvine, California 92612

Secretary: Laura G. Urish

Address: 18400 Von Karman, Suite 1100, Irvine, California 92612

Treasurer: Mark K. Olson (Executive Vice President & CFO)

Address: 18400 Von Karman, Suite 1100, Irvine, California 92612

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. Mark K. Olson Executive Vice President & CFO

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

California Republic Bank

Addendum to Application by Foreign Corporation for Authorization to Transact Business in Florida

Additional Directors

- Marc R. Brutten, Director
- "Bob" Din Attiazaz, Director
- John S. Hagestad, Director
- Warren S. Orlando, Director
- J. Scott Watt (James S. Watt), Director

State of California
Secretary of State
CERTIFICATE OF STATUS

ENTITY NAME:

CALIFORNIA REPUBLIC BANK

FILE NUMBER: C3006234
FORMATION DATE: 07/13/2007
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 December 03, 2014.

Debra Bowen

DEBRA BOWEN
Secretary of State

MMS