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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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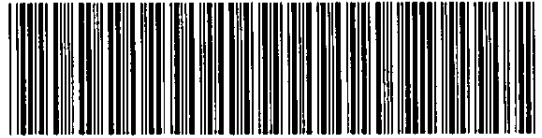
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MAR 01 2016

S MASON

## COVER LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** First Partners Bank (Corp.)  
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:  
Terry S. Pritchett

	Name of Person
First Partners Bank	
	Firm/Company
2121 Highland Avenue South	
	Address
Birmingham, Alabama 35205	
	City/State and Zip code
tpritchett@firstpartnersbank.com	
E-mail address: (to be used for future annual report notification)	

For further information concerning this matter, please call:

Kenneth W. Till	205	705-1671
Name of Person	at (Area Code)	Daytime Telephone Number

**STREET/COURIER ADDRESS:**

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

**MAILING ADDRESS:**

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

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TALLAHASSEE, FLORIDA

**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.*

First Partners Bank (Corp.)

1. \_\_\_\_\_  
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"  
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

Not Applicable

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Alabama 3. 26-123-0931  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. October 11, 2007 5. Perpetual  
(Date of incorporation) (Date of duration, if other than perpetual)

6-22-2015

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

7. 2121 Highland Avenue South, Birmingham, Alabama 35205  
(Principal office address)

Same as above

(Current mailing address, if different)

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

Name: C T Corporation System

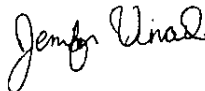
Office Address: 1200 South Pine Island Road

Plantation, Florida 33324  
(City) (Zip code)

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**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.*



Jennifer Vincent  
Vice President & Assistant Secretary

(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: Charles A. McCallum, III  
Address: 2121 Highland Avenue South  
Birmingham, Alabama 35205

Vice Chairman: None  
Address:

Director: Elam P. Holley, Jr.  
Address: 2121 Highland Avenue South  
Birmingham, Alabama 35205

Director: Mark Clark  
Address: 2121 Highland Avenue South  
Birmingham, Alabama 35205

**B. OFFICERS**

President: Elam P. Holley, Jr. (Chief Executive Officer and President)  
Address: 2121 Highland Avenue South  
Birmingham, Alabama 35205

Vice President:  
Address:

Secretary: Scott Mathews (Chief Credit Officer)  
Address: 2121 Highland Avenue South, Birmingham, Alabama 35205

Treasurer: Kenneth W. Till (Chief Financial Officer)  
Address: 2121 Highland Avenue South, Birmingham, Alabama 35205

**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 11 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. Elam P. Holley, Jr., Chief Executive Officer and President  
(Typed or printed name and capacity of person signing application)

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ALABAMA  
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA**

**Addendum to Application Listing Additional Directors and Officers**

(First Partners Bank (Corp.))

**Additional Directors:**

<b>Name</b>	<b>Address</b>
Christopher R. Cooper	2121 Highland Avenue South Birmingham, Alabama 35205
Richard A. Freese	2121 Highland Avenue South Birmingham, Alabama 35205
Kevin B. Kynerd	2121 Highland Avenue South Birmingham, Alabama 35205
Jane Solomon	2121 Highland Avenue South Birmingham, Alabama 35205
Kenneth W. Till	2121 Highland Avenue South Birmingham, Alabama 35205
William A. Visintainer	2121 Highland Avenue South Birmingham, Alabama 35205

**Additional Officers:**

<b>Name</b>	<b>Address</b>
Art Freeman (Chief Lending Officer)	2121 Highland Avenue South Birmingham, Alabama 35205

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SECRETARY OF STATE  
CORPORATE  
FIDELITY

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## FLORIDA OFFICE OF FINANCIAL REGULATION

www.FLOFR.com

DREW J. BREAKSPEAR  
COMMISSIONER

February 26, 2016

Mr. R. Alan Deer  
Balch & Bingham LLP  
1901 6<sup>th</sup> Ave North  
Suite 1500  
Birmingham, AL 35203

Re: First Partners Bank

Dear Mr. Deer:

Reference is made to your recent letter requesting approval to register the above-referenced fictitious name with the Florida Secretary of State by First Partners Bank, which is a Alabama state-chartered bank headquartered in Birmingham, Alabama.

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 "J. Martin Stubblefield", is positioned above the printed name.

J. Martin Stubblefield  
Director  
Division of Financial Institutions

JMS:dlb

cc: Lyn Shoffstall, Chief, Bureau of Commercial Recordings, Division of Corporations,  
Department of State

John H. Merrill  
Secretary of State

P.O. Box 5616  
Montgomery, AL 36103-5616

# STATE OF ALABAMA

**I, John H. Merrill, Secretary of State of Alabama, having custody of the  
Great and Principal Seal of said State, do hereby certify that**

the entity records on file in this office disclose that First Partners Bank was formed  
in Jefferson County, Alabama on October 11, 2007. The Alabama Entity  
Identification number for this entity is 254-715. I further certify that the records do  
not disclose that said entity has been dissolved, cancelled or terminated.



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**In Testimony Whereof, I have hereunto set my  
hand and affixed the Great Seal of the State, at the  
Capitol, in the city of Montgomery, on this day.**

2/25/2016

Date

A handwritten signature in black ink, reading "J. H. Merrill".

John H. Merrill

Secretary of State