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M. MILLIGAN

JUN 30 2017

## COVER LETTER

**TO:** Registration Section  
Division of Corporations  
Progress Bank and Trust

**SUBJECT:** \_\_\_\_\_  
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:

Dianne U. Rhodes

_____	Name of Person
Progress Bank and Trust	
_____	Firm/Company
201 Williams Avenue	
_____	Address
Huntsville, AL 35801	
_____	City/State and Zip code
accounting@myprogressbank.com	
_____	E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Dianne U. Rhodes	256	319-3654
_____	at (_____) _____	
Name of Person	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 &<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

June 16, 2017

Ms. Dianne U. Rhodes  
201 Williams Avenue  
Huntsville, AL

Re: Progress Bank

Dear Ms. Rhodes:

Reference is made to your recent letter requesting approval to register the above-referenced fictitious name with the Florida Secretary of State by Progress Bank, which will merge with First Partners Bank effective June 30, 2017.

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, appearing to read "JWS", is written over a horizontal line.

Jeremy W. Smith  
Director  
Division of Financial Institutions

JWS:dlb

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

**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. Progress Bank and Trust  
(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. Alabama, Madison County 3. 26-1740755  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 01/31/2008 5. \_\_\_\_\_  
(Date of incorporation) (Date of duration, if other than perpetual)

Bank merger between Progress Bank and First Partners Bank set for 06/30/2017

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

201 Williams Avenue, Huntsville AL 35801

7. \_\_\_\_\_  
(Principal office address)

\_\_\_\_\_  
(Current mailing address, if different)

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

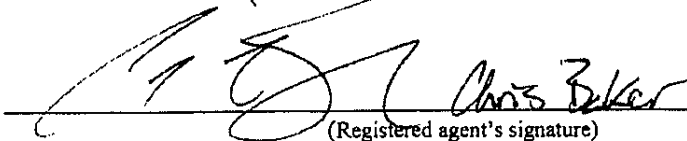
Name: Christopher Baker

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

Destin, Florida 32541  
(City) (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)

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.

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

**A. DIRECTORS**

Chairman: Charlie Vaughn

Address: 744 Lily Flagg Rd.  
Huntsville, AL 35802

Vice Chairman: Larry C. Weaver

Address: 2116 Stratford Place SE  
Huntsville, AL 35601

Director: David Nast / President CEO

Address: 2302 Annandale Rd.  
Huntsville, AL 35801

Director: Lee R. Hoekenschnieder

Address: 1820 Mountain Brook Dr.  
Huntsville, AL 35801

**B. OFFICERS**

President: David Nast President/CEO

Address: Huntsville, AL 35801

Vice President: Dabsey Maxwell CFO/COO

Address: Huntsville, AL 35801

Secretary: Bhavani Kakani

Address: Huntsville, AL 35801

Treasurer: Sheila B. Brooks

Address: Hampton Cove, AL 35763

**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. Dabsey Maxwell CFO/COO

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

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# BOARD OF DIRECTORS

Name	Address
Phillip Wind Bentley, III	410 Lincoln Street Huntsville, Alabama 35801
Sheila Brooks Brown	2967 Hampton Cove Way Hampton Cove, Alabama 35763
Jim Dale Caudle, Jr.	600 Randolph Avenue Huntsville, Alabama 35801
Doug Ruggles	2011 Ashton Avenue Muscle Shoals, AL 35661
Lee Roy Hoekenschnieder	1820 Mountain Brook Drive Huntsville, Alabama 35801
Eric Wilfred Janssen	416 McClung Avenue Huntsville, Alabama 35801
Bhavani Kanaka Durga Kakani	1306 Chandler Road Huntsville, Alabama 35801
David Lee Nast	2302 Annandale Road Huntsville, Alabama 35801
Roger Trent Pangle	630 Longbow Drive S.W. Decatur, Alabama 35603
Charles Guilford Vaughn	744 Lily Flagg Road Huntsville, Alabama 35802
Lawrence Clark Weaver	2116 Stratford Place SE Decatur, Alabama 35601

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Dabsey Maxwell  
CEO/COO  
1301 Monterrey Dr SE  
Huntsville, AL 35801

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 Progress Bank and Trust was formed in Madison County, Alabama on January 31, 2008. The Alabama Entity Identification number for this entity is 256-008. I further certify that the records do not disclose that said entity has been dissolved, cancelled or terminated.



20170615000023242

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.

06/15/2017

Date

*J. H. Merrill*

John H. Merrill

Secretary of State