

F17000003631

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

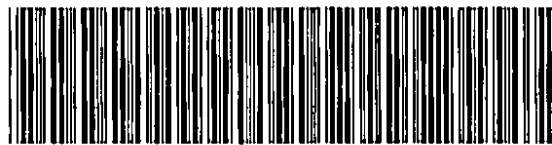
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

W17-37702 Penalty + Bank
Consent

Office Use Only



000298525710

06/11/17--01003--027 **350.00

04/28/17--01022--011 **87.50

FILED
2017 AUG 10 PM 5:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

K SALY

AUG 11 2017



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 2, 2017

W. DAVIS MALONE, III
MIDSOUTH BANK
2526 WEST MAIN ST.
DOTHAN, AL 36301

SUBJECT: MIDSOUTH BANK
Ref. Number: W17000037702

We have received your document for MIDSOUTH 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):

Written approval and clearance of the words BANK, BANC, BANCO, BANQUE, BANKER, BANKING, TRUST COMPANY, SAVINGS AND LOAN ASSOCIATION, SAVINGS BANK or CREDIT UNION, or words of similar import in any context or any manner must be obtained from the Office of Financial Regulation, pursuant to section 655.922(2a), Florida Statutes.

If the proposed name is approved by the Office of Financial Institutions, resubmit the document and the approval letter to the Division of Corporations for filing. The Office of Financial Institutions' phone number is 850-410-9800.

Pursuant to section 607.1502(4), 617.1502(4) or 605.0904(7), Florida Statutes, this entity is liable for a civil penalty of at least \$500 but not more than \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification. In addition to this civil penalty, the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state are also due. The amount due this office to cover both annual report(s) and penalty fees is \$950.00.

There is a balance due of \$950.00.

Please return 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) 245-6051.

Karen A Saly
Regulatory Specialist II

Letter Number: 517A00008593

www.sunbiz.org

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: MidSouth Bank, an Alabama banking corporation

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:

W. Davis Malone, III

Name of Person

MidSouth Bank

Firm/Company

2526 West Main Street

Address

Dothan, Alabama 36301

City/State and Zip code

jennifer.league@bankmidsouth.com; davis.malone@bankmidsouth.com

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

For further information concerning this matter, please call:

Rene' Pennington or Davis Malone

334

702-7774

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:

- ☐ \$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



FLORIDA OFFICE OF FINANCIAL REGULATION
www.FLOFR.com

DREW J. BREAKSPEAR
COMMISSIONER

May 22, 2017

Mr. Charles A. Roberts, Jr.
One Federal Place
1819 5th Avenue North
Birmingham, AL 35203

FILED
2017 AUG 10 PM 5:02
CLERK OF SUPERIOR COURT
TALLAHASSEE, FLORIDA

Re: MidSouth Bank

Dear Mr. Roberts:

Reference is made to your recent letter requesting approval to register the above-referenced fictitious name with the Florida Secretary of State by MidSouth Bank, which is an Alabama state-chartered bank headquartered in Dothan, 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,

Jeremy W. Smith
Director
Division of Financial Institutions

JWS:dib

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**

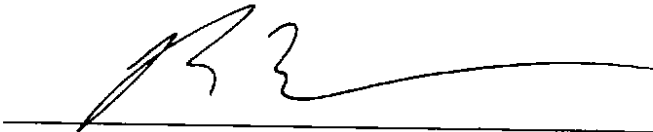
*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. MidSouth Bank, an Alabama banking corporation
(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 3. 63-0011444
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. March 28, 2014 5. perpetual
(Date of incorporation) (Date of duration, if other than perpetual)
6. March 28, 2014
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. 2526 West Main Street, Dothan, AL 36301
(Principal office address)
- Post Office Box 8743, Dothan, AL 36304
(Current mailing address, if different)
8. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)
- Name: Brad Thomas
- Office Address: 1418 West 23rd Street
- Panama City , Florida 32405
(City) (Zip code)

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2011 AUG 10 PM 5:02
SECRETARY OF STATE
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.



(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: See Attached Addendum

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See Attached Addendum

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 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. W. Davis Malone, III - President; Chairman of the Board; Chief Executive Officer

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

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2017 AUG 10 PM 5:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ADDENDUM TO
APPLICATION BY FOREIGN CORPORATION
FOR AUTHORIZATION TO TRANSACT BUSINESS IN ALABAMA**

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

A. DIRECTORS

Chairman/Director:	W. Davis Malone, III 2526 West Main Street Dothan, AL 36301
Director:	Catherine M. Wilson Post Office Box 531085 Birmingham, AL 35353
Director:	Alyson D. Malone Post Office Box 531085 Birmingham, AL 35353
Director:	George Flowers 4400 Kingfish Lane #314 Panama City, FL 32408
Director:	Steven Shaw 108 Springwater Way Dothan, AL 36305

B. OFFICERS

President & Chief Executive Officer:	W. Davis Malone, III 2526 West Main Street Dothan, AL 36301
Sr. Vice President & Chief Financial Officer:	Jennifer League 2526 West Main Street Dothan, AL 36301
Sr. Vice President & Chief Lending Officer:	Andy Hart 2526 West Main Street Dothan, AL 36301

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2017 AUG 10 PM 5:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 MidSouth Bank was formed in
Covington County, Alabama on March 28, 2014. The Alabama Entity
Identification number for this entity is 299-998. I further certify that the records do
not disclose that said entity has been dissolved, cancelled or terminated.

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2017 AUG 10 PM 5:02
CLERK OF STATE
MONTGOMERY, ALABAMA



**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.**

04/25/2017

Date

J. H. Merrill

20170425000005706

John H. Merrill

Secretary of State



FLORIDA OFFICE OF FINANCIAL REGULATION

www.FLOFR.com

DREW J. BREAKSPEAR
COMMISSIONER

F170000003631
May 22, 2017

Mr. Charles A. Roberts, Jr.
One Federal Place
1819 5th Avenue North
Birmingham, AL 35203

Re: MidSouth Bank

Dear Mr. Roberts:

Reference is made to your recent letter requesting approval to register the above-referenced fictitious name with the Florida Secretary of State by MidSouth Bank, which is an Alabama state-chartered bank headquartered in Dothan, 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,

Jeremy W. Smith
Director
Division of Financial Institutions

JWS:dlb

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

OFFICE OF FINANCIAL REGULATION

CORPORATE NAME APPROVAL REQUEST

Pursuant to Section 655.922, Florida Statutes, no person other than a financial institution shall in this state transact business under any name or title that contains the words "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.

A proposed corporate name should be definitive enough to differentiate the business to be conducted from that of a commercial bank, trust company, savings and loan association, savings bank, or credit union. For example, a mortgage-related business should use the word "mortgage" in its corporate name.

In order for OFR to consider your request for approval to use "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 your corporate title, and issue a no objection letter, please provide the following information:

- The corporate name proposed is: MidSouth Bank
- *For Foreign Corporations:* The alternate name (if necessary) is:

- The nature of the business to be transacted:

Traditional banking services

- The proposed business will be located at:

1418 West 23rd Street
Street Address

Panama City
City

FL
State

32405
Zip Code

850.215.5222
Telephone

768 N Beal Parkway
Street Address

Fort Walton Beach
City

FL
State

32547
Zip Code

850.586.7757
Telephone

- List the principals involved in the proposed company:

Brad Thomas (Panama City)

Audrey Jacobs (Fort Walton Beach)

Contact Person:	Name	Address	Telephone
	Charles A. Roberts, Jr.	One Federal Place 1819 5 th Avenue North Birmingham, Alabama 35203	205-521-8122

Return to:

Director, Division of Financial Institutions
Office of Financial Regulation
200 East Gaines Street
Tallahassee, Florida 32399-0371
(850) 410-9800 (850) 410-9548 (fax)



May 18, 2017

**VIA FEDERAL EXPRESS AND
FACSIMILE**

Director, Division of Financial Institutions
Office of Financial Regulation
200 East Gaines Street
Tallahassee, Florida 32399-0371

RE: MidSouth Bank, an Alabama banking corporation

Dear Mr. Smith:

I am writing on behalf of MidSouth Bank, an Alabama state bank ("MidSouth"), to request that the Office of Financial Regulation issue a no objection letter with respect to the use of the name "bank."

By way of background, in 2014, MidSouth converted from a national banking association to an Alabama, state-chartered banking corporation. After attempting to qualify MidSouth to transact business in Florida, MidSouth received a letter from the Florida Department of State, Division of Corporations, requesting that MidSouth resubmit the application to transact business together with the approval, or no objection, letter. Accordingly, enclosed please find a completed Corporate Name Approval Request Form.

If you should have any questions, please do not hesitate to call or email me.

Very truly yours,

A handwritten signature in black ink, appearing to read "C A Roberts".

Charles A. Roberts, Jr.

Enclosure