

F17000003873

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

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(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

W47-63848

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TOLSON
WASHINGTON, D.C.
20535

AUG 28 2017

10:00 AM



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 3, 2017

RON SANDERS
794 OLD ELIZABETHTOWN ROAD
HODGENVILLE, KY 42748 US

SUBJECT: MAGNOLIA BANK, INCORPORATED
Ref. Number: W17000063848

We have received your document for MAGNOLIA BANK, INCORPORATED and your check(s) totaling \$70.00. 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.

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 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.

Yasemin Y Sulker
Regulatory Specialist II

Letter Number: 317A00015807

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Magnolia Bank, Incorporated
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:

Ron Sanders, President
Name of Person
Magnolia Bank, Incorporated
Firm/Company
794 Old Elizabethtown Road
Address
Hodgenville, KY 42748
City/State and Zip code
rsanders@magnoliabank.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Ron Sanders at (270) 358-3111
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

**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. **Magnolia Bank, Incorporated**

(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. **Kentucky**

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

3. **61-0126230**

(FEI number, if applicable)

4. **September 29, 1919**

(Date of incorporation)

5. **Perpetual**

(Date of duration, if other than perpetual)

6. **August 31, 2017**

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

7. **1135 Town Park Avenue, Suite 2125**

(Principal office address)

Lake Mary, FL 32746

(Current mailing address, if different)

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

Name: **Ron Sanders**

Office Address: **1135 Town Park Avenue, Suite 2125**

Lake Mary

(City)

, Florida **32746**

(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.

17 AUG 24 AM 11:49
RECEIVED
FLORIDA
DEPARTMENT OF STATE

SEE ATTACHED DIRECTOR AND OFFICER LISTING

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

A. DIRECTORS

Chairman: _____

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. _____

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. **Ron Sanders, President & Director** _____

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

17 AUG 24 AM 11:49
11 AUG 24 PM 11:49
11 AUG 24 PM 11:49
11 AUG 24 PM 11:49

DIRECTORS

Eric Garrett, Chairman & Director
Lincoln Boulevard
Hodgenville, KY 42748

Rebecca Irvine, Director
1247 Riddle Road
New Albany, IN 47150

Reggie McCubbin, Director
Poplar Avenue
Magnolia, KY 42757

James Mason, Director
802 Sunrise Lane
Elizabethtown, KY 42701

Glenn Catlett, Director
2117 Old Sonora Road
Hodgenville, KY 42748

H. Y. Davis, IV, Director
910 Dogwood Circle
Elizabethtown, KY 42701

Lowell Stokes, Director
400 Fairfax Avenue
Nashville, TN 37212

Deena London, Sr. VP COO & Director
90 W. Anjou Court
Elizabethtown, KY 42701

Kenneth Adams, Sr. VP & Director
90 E. Horseshoe Avenue
Upton, KY 42784

Scott Conway, CEO & Director
605 Freeman Lake Road
Elizabethtown, KY 42701

Ron Sanders, President & Director
600 Shepherdsville Road
Hodgenville, KY 42748

17 AUG 24 AM 11:49
H. I.
RECEIVED LONDON

Scott Conway, Chief Executive Officer

H. Y. Davis, IV, Executive Vice President & Senior Lender

Dee Brown, Chief Financial Officer

Strefanie Rock, Vice President & Electronic Banking Officer

Natasha Risner, Secretary of the Board, Vice President & Senior Compliance Officer

17 AUG 84 AM 11:49
FBI
TALLAHASSEE, FLORIDA

MAGNOLIA BANK

RONALD L. SANDERS, President
SCOTT T. CONWAY, Chief Executive Officer
STEFANIE ROCK, Vice President
TASHA RISNER, Vice President
SARAH QUESENBERRY, Assistant Vice President

Operations Center
637 South Lincoln Blvd.
PO Box 188
Hodgenville, KY 42748
270-358-3184 (phone)
270-358-8730 (fax)

September 16, 2017

Yasemin Y. Sulker
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

RECEIVED
2017 AUG 18 PM 12:02
STOCKPORT, FLA
TALLAHASSEE, FLORIDA

RE: Application to transact business in Florida

Dear Ms. Sulker:

Enclosed please our Application by Foreign Corporation for Authorization to Transact Business in Florida. We are resubmitting this along with written approval from the Office of Financial Regulation to use the word "bank".

If you need additional information, please contact me directly at 270-358-6704 or trisner@magnoliabank.com.

Sincerely,



Tasha Risner
VP/Sr. Compliance Officer



FLORIDA OFFICE OF FINANCIAL REGULATION

www.FLOFR.com

DREW J. BREAKSPEAR
COMMISSIONER

August 16, 2017

Mr. Ron Sanders
P.O. Box 188
Hodgenville, KY 42748

Re: Magnolia Bank

Dear Mr. Sanders:

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

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

MAGNOLIA BANK

RONALD L. SANDERS, President
SCOTT T. CONWAY, Chief Executive Officer
STEFANIE ROCK, Vice President
TASHA RISNER, Vice President
SARAH QUESENBERRY, Assistant Vice President

Operations Center
637 South Lincoln Blvd.
PO Box 188
Hodgenville, KY 42748
270-358-3184 (phone)
270-358-8730 (fax)

August 15, 2017

Jason Guevara
Division of Financial Institutions
Office of Financial Regulation
200 East Gain Street
Tallahassee, FL 32399-0371
Via email to Jason.guevara@flofr.com

RE: Six Florida loan production offices

Dear Mr. Guevara:

Attached is our Corporate Name Approval Request so that we may open six loan production offices in the state of Florida. These proposed offices will be located at the following addresses:

- 2109 E Palm Ave, Ste 103, Tampa FL 33605
- 1135 Park Ave, Ste 2125, Lake Mary FL 32746
- 1750 N University Dr, Ste 225, Coral Springs FL 33071
- 220 71st St, Ste 210, Miami Beach FL 33141
- 6735 Conroy Rd, Ste 421, Orlando FL 32835
- 101 N Woodland Blvd, Ste 306, Deland FL 32720

Also attached is a listing of the Bank's Senior Officers.

Should you need any additional information, please contact me at 270-358-6704 or trisner@magnoliabank.com.

Sincerely,



Tasha Risner
VP/Senior Compliance Officer/Board Secretary

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: Magnolia Bank

- *For Foreign Corporations:* The alternate name (if necessary) is:

- The nature of the business to be transacted:

Loan Production Offices (Consumer Mortgage)

- The proposed business will be located at:

See attached list

Street Address	City	State	Zip Code	Telephone
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- List the principals involved in the proposed company:

See attached list

_____	_____
_____	_____
_____	_____
_____	_____

	Name	Address	Telephone
Contact Person:	Ron Sanders, President Tasha Risner, VP	PO Box 188 Hodgenville, KY 42748	270-358-3184

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)

SENIOR OFFICERS

Scott Conway, Chief Executive Officer

Ron Sanders, President

H. Y. Davis, IV, Executive Vice President & Senior Lender

Deena London, Senior Vice President & Chief Operating Officer

Dee Brown, Chief Financial Officer

Kenneth Adams, Senior Vice President

Strefanie Rock, Vice President & Electronic Banking Officer

Jennifer Gray, Vice President Retail Banking

Natasha Risner, Secretary of the Board, Vice President & Senior Compliance Officer

Commonwealth of Kentucky
Alison Lundergan Grimes, Secretary of State

Alison Lundergan Grimes
Secretary of State
P. O. Box 718
Frankfort, KY 40602-0718
(502) 564-3490
<http://www.sos.ky.gov>

Certificate of Existence

Authentication number: 192799

Visit <https://app.sos.ky.gov/fishow/certvalidate.aspx> to authenticate this certificate.

I, Alison Lundergan Grimes, Secretary of State of the Commonwealth of Kentucky, do hereby certify that according to the records in the Office of the Secretary of State,

MAGNOLIA BANK, INCORPORATED

is a corporation duly incorporated and existing under KRS Chapter 14A and KRS Chapter 271B, whose date of incorporation is September 29, 1919 and whose period of duration is perpetual.

I further certify that all fees and penalties owed to the Secretary of State have been paid; that Articles of Dissolution have not been filed; and that the most recent annual report required by KRS 14A.6-010 has been delivered to the Secretary of State.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal at Frankfort, Kentucky, this 23rd day of August, 2017, in the 226th year of the Commonwealth.



Alison Lundergan Grimes

Alison Lundergan Grimes
Secretary of State
Commonwealth of Kentucky
192799/0003100



FLORIDA OFFICE OF FINANCIAL REGULATION

www.FLOFR.com

DREW J. BREAKSPEAR
COMMISSIONER

August 16, 2017

\$170000003873

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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

MAGNOLIA BANK

RONALD L. SANDERS, President
SCOTT T. CONWAY, Chief Executive Officer
STEFANIE ROCK, Vice President
TASHA RISNER, Vice President
SARAH QUESENBERRY, Assistant Vice President

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August 15, 2017

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Office of Financial Regulation
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Sincerely,



Tasha Risner
VP/Senior Compliance Officer/Board Secretary

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- List the principals involved in the proposed company:
See attached list

	Name	Address	Telephone
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(850) 410-9800 (850) 410-9548 (fax)