

F19000000539

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

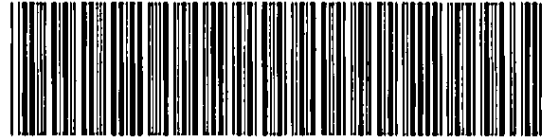
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



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TALLAHASSEE, FL 32301

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FLORIDA OFFICE OF  
FINANCIAL REGULATION

www.flofr.com

January 15, 2019

Ms. Amy VonDielingen  
One Indiana Square, Suite 1800  
Indianapolis, IN 46204

Re: Merchants Bank of Indiana

Dear Ms. VonDielingen:

Reference is made to your recent correspondence requesting approval of the above name, which is an FDIC regulated state chartered bank located in Carmel, IN.

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:trd

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



January 15, 2019

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

Re: Application by Foreign Corporation - Merchants Bank of Indiana

Dear Sir or Madam:

Enclosed for filing is an Application by Foreign Corporation for Authorization to Transact Business in Florida filed by Merchants Bank of Indiana.

Please note that the Florida Office of Financial Regulation has approved the use of "bank" by Merchants Bank of Indiana (approval letter enclosed).

Also enclosed is a check in the amount of \$70.00 for the associated filing fee.

Please return a file-stamped copy of the application to us using the enclosed postage-prepaid return envelope.

Please contact me at (317) 639-6151 if you require any additional information in connection with the application. Thank you for your assistance.

Sincerely,

A handwritten signature in black ink, appearing to read "Amy L. VonDielingen", written in a cursive style.

Amy L. VonDielingen

Enclosures

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TALLAHASSEE, FLORIDA

## COVER LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: Merchants Bank of Indiana

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:

Amy VonDielingen

Name of Person

Wooden McLaughlin LLP

Firm/Company

211 North Pennsylvania Street, One Indiana Square, Suite 1800

Address

Indianapolis, Indiana 46204

City/State and Zip code

Amy.VonDielingen@woodenlawyers.com

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

For further information concerning this matter, please call:

Nancy Payne

at (317)

860-6363

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

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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. Merchants Bank of Indiana  
(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. Indiana 3. 20-5747400  
(State or country under the law of which it is incorporated) (PEI number, if applicable)
4. June 7, 1923 5. \_\_\_\_\_  
(Date of incorporation) (Date of duration, if other than perpetual)
6. \_\_\_\_\_  
(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, P.S., to determine penalty liability)  
11525 North Meridian Street, Suite 400, Carmel, Indiana 46032
7. \_\_\_\_\_  
(Principal office address)
- \_\_\_\_\_   
(Current mailing address, if different)

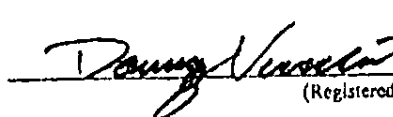
8. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: C T Corporation System  
1200 South Pine Island Road

Office Address: Plantation \_\_\_\_\_, Florida 33324  
(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)

Danny Verdecchia  
Assistant Secretary

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: Michael F. Peirle, Chairman and Chief Executive Officer  
11556 North Meridian Street, Suite 400

Address: Carmel, Indiana 46032

Vice Chairman: See attached

Address:

Director:

Address:

Director:

Address:

**B. OFFICERS**

See attached list

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, P.S.

13.

Terry Ozmick, SVP and General Counsel  
(Typed or printed name and capacity of person signing application)

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**BOARD OF DIRECTORS  
OF  
MERCHANTS BANK OF INDIANA**

Michael F. Petrie (Chairman)  
11555 North Meridian Street, Suite 400  
Carmel, Indiana 46032

Randall D. Rogers  
11555 North Meridian Street, Suite 400  
Carmel, Indiana 46032

Michael J. Dunlap  
11555 North Meridian Street, Suite 400  
Carmel, Indiana 46032

Scott A. Evans  
11555 North Meridian Street, Suite 400  
Carmel, Indiana 46032

Sue Ann Gilroy  
11555 North Meridian Street, Suite 400  
Carmel, Indiana 46032

Patrick D. O'Brien  
11555 North Meridian Street, Suite 400  
Carmel, Indiana 46032

John W. Perry  
11555 North Meridian Street, Suite 400  
Carmel, Indiana 46032

David N. Shane  
11555 North Meridian Street, Suite 400  
Carmel, Indiana 46032

Thomas W. Dinwiddie  
11555 North Meridian Street, Suite 400  
Carmel, Indiana 46032

Anne Sellers  
11555 North Meridian Street, Suite 400  
Carmel, Indiana 46032

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FALL MOUNTAIN, INDIANA

**MERCHANTS BANK OF INDIANA  
OFFICERS**

Michael F. Petrie, Chief Executive Officer  
11555 North Meridian Street, Suite 400  
Carmel, Indiana 46032

Michael J. Dunlap, President & Co-COO  
11555 North Meridian Street, Suite 400  
Carmel, Indiana 46032

Scott A. Evans, President & Co-COO  
11555 North Meridian Street, Suite 400  
Carmel, Indiana 46032

John F. Macke, Executive Vice President & CFO  
11555 North Meridian Street, Suite 400  
Carmel, Indiana 46032

Richard L. Belser, Senior Vice President & Chief Credit Officer  
11555 North Meridian Street, Suite 400  
Carmel, Indiana 46032

Terry Oznick, General Counsel  
11555 North Meridian Street, Suite 400  
Carmel, Indiana 46032

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**State of Indiana**  
**Office of the Secretary of State**

CERTIFICATE OF EXISTENCE

To Whom These Presents Come, Greeting:

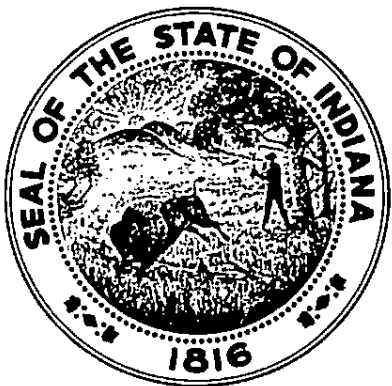
I, CONNIE LAWSON, Secretary of State of Indiana, do hereby certify that I am, by virtue of the laws of the State of Indiana, the custodian of the corporate records and the proper official to execute this certificate.

I further certify that records of this office disclose that

**MERCHANTS BANK OF INDIANA**

duly filed the requisite documents to commence business activities under the laws of the State of Indiana on June 07, 1923, and was in existence or authorized to transact business in the State of Indiana on January 11, 2019.

I further certify this Domestic Financial Institution has filed its most recent report required by Indiana law with the Secretary of State, or is not yet required to file such report, and that no notice of withdrawal, dissolution, or expiration has been filed or taken place. All fees, taxes, interest, and penalties owed to Indiana by the domestic or foreign entity and collected by the Secretary of State have been paid.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, January 11, 2019

*Connie Lawson*

CONNIE LAWSON  
SECRETARY OF STATE

192117-018 / 2019848455

All certificates should be validated here: <https://bsd.sos.in.gov/ValidateCertificate>

Expires on February 10, 2019.

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2019 JAN 23 AM 3:29  
CLERK OF SUPERIOR COURT  
INDIANAPOLIS, IN