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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

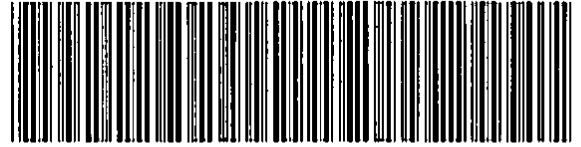
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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B KINSEY
AUG 26 2019

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Berkshire Bank, a Massachusetts 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:
Ben Strauss, Senior Vice President and Associate General Counsel

Name of Person
Berkshire Bank

Firm/Company
24 North Street, P.O. Box 1308

Address
Pittsfield, MA 01202-1308

City/State and Zip code
kmunn@berkshirebank.com

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

For further information concerning this matter, please call:

Ben Strauss 413 236-3349

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

July 9, 2019

Mr. Ben Strauss
24 North Street
Pittsfield, MA 01201

Re: Berkshire Bank

Dear Mr. Strauss:

Reference is made to your recent letter requesting approval to register the above-referenced name with the Florida Secretary of State by Berkshire Bank. The bank is a Massachusetts state-chartered bank, headquartered in Pittsfield, Massachusetts and regulated by the Massachusetts Department of Banking and Finance.

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

AV:trd

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



COMMONWEALTH OF MASSACHUSETTS

Office of Consumer Affairs and Business Regulation

DIVISION OF BANKS

1000 Washington Street, 16TH Floor, Boston, MA 02118-6400

(617) 956-1500 · Fax (617) 956-1599 · TDD (617) 956-1577

www.Mass.Gov/DOB

CHARLES D. BAKER
GOVERNOR

KARYN E. POLITO
LIEUTENANT GOVERNOR

MIKE KENNEALY
SECRETARY OF HOUSING AND
ECONOMIC DEVELOPMENT

EDWARD A. PALLESCHI
UNDERSECRETARY

MARY L. GALLAGHER
COMMISSIONER

August 6, 2019

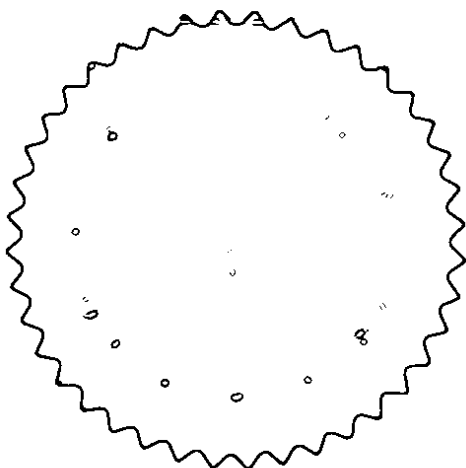
To Whom It May Concern:

This letter is to certify that records currently in the possession of the Division of Banks indicate that Berkshire County Savings Bank, Pittsfield, Massachusetts was incorporated on February 2, 1846. Effective April 1, 1996, Berkshire County Savings Bank reorganized into a mutual holding company, Berkshire Bancorp, with a subsidiary stock savings bank, Berkshire County Savings Bank which subsequently changed its name to Berkshire Bank on May 1, 1997. On June 27, 2000, Berkshire Bancorp converted to a stock holding company under the name Berkshire Hills Bancorp, Inc. Effective July 11, 2014, Berkshire Bank was converted, by operation of law, to a state-chartered trust company and it continues to operate as a state-chartered trust company under the provisions of Massachusetts General Laws chapter 172 and other related statutes, subject to supervision and examination by the Commissioner of Banks.

Sincerely,

A handwritten signature in cursive script, appearing to read "Brenda L. Miller".

Brenda L. Miller
Counsel



**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. Berkshire Bank, a Massachusetts banking corporation
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")
2. Massachusetts 3. 04-3312097
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 2/2/1846 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, F.S., to determine penalty liability)
7. 24 North Street, Pittsfield, MA 01201
(Principal office address)
- P.O. Box 1308, Pittsfield, MA 01202-1308
(Current mailing address, if different)
8. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)
- Name: Corporation Service Company
- Office Address: 1201 Hays Street
- Tallahassee, Florida 32301
(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 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.

Melissa Bunting

Melissa Bunting, Assistant VP

(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: William J. Ryan

Address: Berkshire Bank

24 North Street, Pittsfield, MA 01201

Vice Chairman:

Address:

Director: See Addendum A attached

Address:

Director:

Address:

B. OFFICERS

President: See Addendum B attached

Address:

Vice President:

Address:

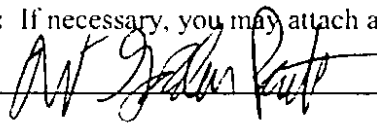
Secretary:

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. Wm. Gordon Prescott, Senior Executive Vice President, Corporate Secretary and General Counsel

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

ADDENDUM A

DIRECTORS:

Baye Adofo-Wilson
Berkshire Bank
24 North Street
Pittsfield, MA 01201

Rheo A. Brouillard
Berkshire Bank
24 North Street
Pittsfield, MA 01201

David M. Brunelle
Berkshire Bank
24 North Street
Pittsfield, MA 01201

Robert Curley
Berkshire Bank
24 North Street
Pittsfield, MA 01201

John B. Davies
Berkshire Bank
24 North Street
Pittsfield, MA 01201

J. Williar Dunlaevy
Berkshire Bank
24 North Street
Pittsfield, MA 01201

William H. Hughes, III
Berkshire Bank
24 North Street
Pittsfield, MA 01201

Cornelius D. Mahoney
Berkshire Bank
24 North Street
Pittsfield, MA 01201

Richard M. Marotta
Berkshire Bank
24 North Street
Pittsfield, MA 01201

Pamela Massad
Berkshire Bank
24 North Street
Pittsfield, MA 01201

Ms. Laurie Norton Moffatt
Berkshire Bank
24 North Street
Pittsfield, MA 01201

Richard J. Murphy
Berkshire Bank
24 North Street
Pittsfield, MA 01201

D. Jeffrey Templeton
Berkshire Bank
24 North Street
Pittsfield, MA 01201

ADDENDUM B

Richard M. Marotta, CEO
Berkshire Bank
24 North Street
Pittsfield, MA 01201

Sean A. Gray, President
Berkshire Bank
24 North Street
Pittsfield, MA 01201

James Moses, Treasurer
Berkshire Bank
24 North Street
Pittsfield, MA 01201

Wm. Gordon Prescott, Secretary
Berkshire Bank
24 North Street
Pittsfield, MA 01201