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850-617-6381

FAX No. P. 003
12/19/2019 8:18:37 AM PAGE 1/001 Fax Server



December 19, 2019

FLORIDA DEPARTMENT OF STATE

Division of Corporations

AVILA RODRIGUEZ HERNANDEZ MENA & FERRI LLP

SUBJECT: FIRST AMERICAN BANK
REF: W19000109980

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

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.

Yvette Scott
Document Specialist II

FAX Aud. #: H19000362716
Letter Number: 419A00025785

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA

FIRST AMERICAN BANK

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

4. September 18, 1974 (Date of incorporation) 5. Perpetual (Date of duration. If other than perpetual, state term.)

7. 1801 S.W. 1st Street, Miami, Florida 33135
(Principal office address)

(Current mailing address, if different)

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

Name: Brian Hagan - First American Bank

Office Address: 2995 Galiano Street

Coral Gables, Florida 33134
(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.

Brian Hoffman
(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: Thomas Wells IV ✓

Address: 700 Busse Road

Elk Grove Village, IL 60007 ✓

Vice Chairman: James M. Lynch ✓

Address: 700 Busse Road

Elk Grove Village, IL 60007

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: John B. Ward ✓

Address: 700 Busse Road

Elk Grove Village, IL 60007

Vice President: Frederick Snow ✓

Address: 700 Busse Road

Elk Grove Village, IL 60007

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 8,817.155, F.S.

13. Frederick Snow, Executive Vice President

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

FILED
2020 JAN -3 PM 4:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ADDENDUM

Directors and Officers of First American Bank

Directors

Title	Name	Business Address
Chairman	Thomas E. Wells, IV ✓	700 Busse Road, Elk Grove Village, IL 60007
Vice Chairman	James M. Lynch ✓	700 Busse Road, Elk Grove Village, IL 60007
Director	Martin J. Carmody ✓	700 Busse Road, Elk Grove Village, IL 60007
Director	William H. Kerdyk, Jr. ✓	700 Busse Road, Elk Grove Village, IL 60007
Director	Frederick M. Snow ✓	700 Busse Road, Elk Grove Village, IL 60007
Director	John B. Ward ✓	700 Busse Road, Elk Grove Village, IL 60007
Director	Lawrence W. Zydowsky	700 Busse Road, Elk Grove Village, IL 60007

Officers

Title	Name	Business Address
Chairman	Thomas E. Wells, IV	700 Busse Road, Elk Grove Village, IL 60007
Vice Chairman	James M. Lynch ✓	700 Busse Road, Elk Grove Village, IL 60007
President	John B. Ward ✓	700 Busse Road, Elk Grove Village, IL 60007
EVP General Counsel Secretary	Frederick M. Snow	700 Busse Road, Elk Grove Village, IL 60007
EVP CFO Assistant Secretary	Paul Van Zee	700 Busse Road, Elk Grove Village, IL 60007
EVP	Lawrence W. Zydowsky	700 Busse Road, Elk Grove Village, IL 60007

2020 JAN 3 PM 4:43
FILED
TALMAN COUNTY CLERK
STATE OF FLORIDA

ARHMF

Avila Rodriguez Hernandez
Mena & Ferri LLP

BANKING & FINANCE
CORPORATE, MERGERS & ACQUISITIONS
IMMIGRATION
LITIGATION & ARBITRATION
REAL ESTATE
TAX, TRUSTS & ESTATES

PATRICIA M. HERNANDEZ
Phone: (305) 779-3566
Email: phernandez@arhmf.com

December 6, 2019

Florida Department of State
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

Dear Sir or Madam:

We represent First American Bank located in Elk Grove Village, Illinois. We submit the attached Application by Foreign Corporation for Authorization to Transact Business in Florida on the Bank's behalf.

We are aware that there is a foreign qualification filed in Florida for First American Bank located in Des Moines, Iowa ("First American Iowa"). Our client and First American Iowa have entered into a Coexistence Agreement with Stark Bank Group that operates First American Iowa whereby the parties agree that each party may continue to independently use the name First American Bank in Florida.

We believe this should permit the Division of Corporations to register our client First American Bank from Illinois as a foreign corporation authorized to transact business in Florida as "First American Bank."

Please advise us if you need any additional information pertaining to this filing. Thank you for your attention to this matter.

Best Regards,

AVILA RODRIGUEZ HERNANDEZ MENA & FERRI LLP

Patricia M. Hernandez

FILED
2020 JAN -3 PM 4:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA OFFICE OF
FINANCIAL REGULATION

www.flofr.com

December 13, 2019

Ms. Patricia M. Hernandez, Esq.
ARHMF LLP
2525 Ponce de Leon Boulevard
Suite 1225
Coral Gables, Florida 33134

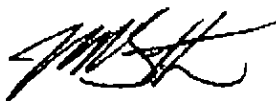
Re: First American Bank

Dear Ms. Hernandez:

Reference is made to your recent letter requesting approval to register the above-referenced name with the Florida Secretary of State by First American Bank, an FDIC regulated bank located in Elk Grove Village, Illinois.

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

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2020 JAN -3 PM 4:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



State of Illinois
Department of Financial and Professional Regulation
Division of Banking

Date: December 23, 2019

2020 JAN -3 PM 4:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

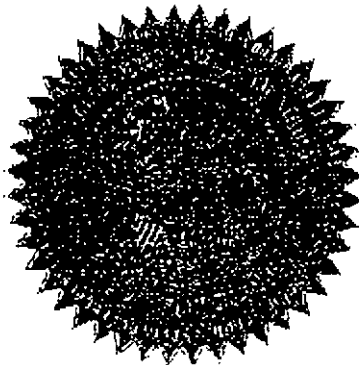
Certificate

I, KERRI A. DOLL, do hereby certify that, according to the records maintained by the Illinois Department of Financial and Professional Regulation, Division of Banking, FIRST AMERICAN BANK, COOK COUNTY, ELK GROVE VILLAGE, ILLINOIS, has held and continues to hold authority to do a general banking business as provided by the Illinois Banking Act and as permitted by its charter.

IN TESTIMONY WHEREOF, I hereby subscribe
my name.

DEPARTMENT OF FINANCIAL AND
PROFESSIONAL REGULATION of the
State of Illinois;
DEBORAH HAGAN, SECRETARY

DIVISION OF BANKING



Kerri A. Doll

Kerri A. Doll
Assistant Director