

# F 96000000 149

## TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section  
Division of Corporations

800001613599  
-10/20/95--01097--007  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: FIRST BANK MORTGAGE 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", 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:

JAMES W. EMERY

(Name of Person)

FIRST BANK MORTGAGE CORPORATION

(Firm/Company)

P.O. BOX 21219

(Address)

ST. SIMONS ISLAND GEORGIA 31522

(City/State/Zip)

801/9  
96 JAN -9 AM 11:32  
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

W95-21038

Should you need to call someone concerning this matter, please call:

JAMES W. EMERY  
(Name of Person)

at ( 912 ) 638-6100  
(Area Code & Daytime Telephone Number)

### COURIER ADDRESS:

Qualification/Tax Lien Sec.  
Division of Corporations  
409 E. Gaines St  
Tallahassee, FL 32399

### MAILING ADDRESS:

Qualification/Tax Lien Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

Name conflict  
P93-75537



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

October 20, 1995

JAMES W. EMERY  
FIRST BANK MORTGAGE CORPORATION  
PO BOX 21219  
ST. SIMON ISLAND, GA 31522

SUBJECT: FIRST BANK MORTGAGE CORPORATION  
Ref. Number: W95000021038

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We have received your document for FIRST BANK MORTGAGE CORPORATION and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report fees due this office.)

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 (904) 487-6095.

Jennifer Sindt  
Document Examiner

Letter Number: 795A00047461



ROBERT F. MILLIGAN  
COMPTROLLER OF FLORIDA

OFFICE OF COMPTROLLER  
DEPARTMENT OF BANKING AND FINANCE  
STATE OF FLORIDA  
TALLAHASSEE  
32399-0350

November 27, 1995

Mr. Robert L. Hester  
President/COO  
First Bank Mortgage Corporation  
3811 Frederica Road  
St. Simons Island, GA 31522

Dear Mr. Hester:

Re: "Golden Isles BanCorp Company"

Reference is made to your letter/fax dated November 16, 1995, requesting approval of the above-referenced Florida corporate/company name which will be an alternative name for First Bank Mortgage Corporation. In your letter you indicate the above-subject company will register to transact business in Florida with the holding company being Golden Isles Financial Holdings, Inc., St. Simons Island, Georgia.

As Section 655.922(2)(a), Florida Statutes, exempts a financial institution, holding company or its subsidiaries from the prohibition against using the word "bank", "banker", "banking", "trust company", "savings and loan association", "savings bank", or "credit union" in its corporate name, the Division of Banking will not object to the above-subject corporate name being registered to do business in the State of Florida.

Sincerely,

Wm. Douglas Johnson  
Assistant Director  
Division of Banking  
Suite 1401, The Capitol  
Tallahassee, FL 32399-0350  
(904) 488-1111

:kr

cc: Karon Beyer, Chief  
Bureau of Corporate Records  
Secretary of State's Office

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96 JAN -9 AM 11:33



December 20, 1995

Ms. Jennifer Sindt  
Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: First Bank Mortgage Corporation  
Ref # W95000021038

Dear Ms. Sindt,

This is in reference to our conversation a couple of weeks ago concerning the use of First Bank Mortgage Corporation's name which currently exists in the State of Florida. As referenced by the enclosed letter from the Office Of Comptroller, dated November 27, 1995 from Mr. William Douglas Johnson, First Bank Mortgage Corporation will do business in the name of Golden Isles BanCorp Company.

Enclosed you will find an executed Resolution by the board of directors of First Bank Mortgage Corporation. I have enclosed a copy of your original letter as requested for filing.

If you have any questions concerning the filing for Golden Isles BanCorp Company, Please call me at 800-224-6101.

Sincerely Yours,

A handwritten signature in black ink, appearing to read 'R. L. Hester', with a long horizontal line extending to the right.

Robert L. Hester  
President  
Chief Operating Officer

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

December 21, 1995

JAMES W. EMERY  
FIRST BANK MORTGAGE CORPORATION  
PO BOX 21219  
ST. SIMON ISLAND, GA 31522

SUBJECT: FIRST BANK MORTGAGE CORPORATION  
Ref. Number: W95000021038

We have received your resolution adopting another name for use in our state; however, as discussed in our phone conversation of 11/30/95, we also need the application which was returned to you with our letter of 10/20/95 for correction.

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 (904) 487-6095.

Jennifer Sindt  
Document Examiner

Letter Number: 395A00054993

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DIVISION OF CORPORATIONS  
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## RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned ROBERT L. HESTER, do hereby certify  
that this Resolution of the Board of Directors of FIRST BANK MORTGAGE CORPORATION,  
a corporation duly organized and existing under the laws of the State of GEORGIA,  
was duly adopted on DECEMBER 20, 1995.

Resolved, that FIRST BANK MORTGAGE CORPORATION, organized  
and existing in the State of GEORGIA, hereby adopts the  
name GOLDEN ISLES BANCORP COMPANY for use in Florida.

Dated: DECEMBER 20, 1995

  
\_\_\_\_\_  
Signature of at least one director

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DIVISION OF CORPORATIONS  
96 JAN -9 AM 11:33

**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. FIRST BANK MORTGAGE CORPORATION

(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

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

3. 58-2032045  
(FEI number, if applicable)

4. 08/17/93  
(Date of Incorporation)

5. PERPETUAL  
(Duration: Year corp. will cease to exist or "perpetual")

6. SEPTEMBER 18, 1995  
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. P.O. BOX 21219

ST. SIMONS GEORGIA 31522

(Current mailing address)

8. MORTGAGE LENDING

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. **Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)**

Name: JOHN DZUINGOT

Office Address: 4190 BELFORT RD SUITE 200

JACKSONVILLE

, Florida, 32216

(Zip Code)

10. **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)

11. 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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12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: GREGORY S. JUNKIN

Address: 200 MAIN STREET ST. SIMONS ISLAND GEORGIA 31522

Vice Chairman: ROBERT L. HESTER

Address: 3811 FREDERICA ROAD

ST. SIMONS GEORGIA 31522

Director: PAUL D. LOCKYER

Address: 2812 CYPRESS MILL ROAD

BRUNSWICK GEORGIA 31525

Director: RUSSELL C. JACOBS

Address: 502 1/2 GLOUCESTER STREET

BRUNSWICK GEORGIA 31521

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: ROBERT L. HESTER

Address: 3811 FREDERICA ROAD

ST. SIMONS ISLAND GEORGIA

Vice President: BOB G. TAYLOR

Address: 3811 FREDERICA ROAD

ST. SIMONS ISLAND GEORGIA 31522

Secretary: JIMMY VEAL

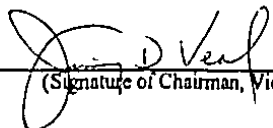
Address: 711 BEACHVIEW DRIVE

JEKYLL ISLAND GEORGIA 31527

Treasurer: JIMMY VEAL

Address: 711 BEACHVIEW DRIVE JEYKLL ISLAND GEORGIA 31527

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.  (Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Jimmy Veal - Secretary  
(Typed or printed name and capacity of person signing application)

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**Directors:**

J. Thomas Whelchel  
5 Glynn Ave.  
Brunswick, GA 31520

**Officers:**

Thomas J. Watkins  
Vice President  
3811 Frederica Rd.  
St. Simons Island, GA 31522

James W. Emery  
Vice President  
3811 Frederica Rd.  
St. Simons Island, GA 31522

Robert C. Sams  
Vice President  
3811 Frederica Rd.  
St. Simons Island, GA 31522

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**Secretary of State**  
**Business Information and Services**  
**Suite 315, West Tower**  
**2 Martin Luther King Dr. Dr.**  
**Atlanta, Georgia 30334-1530**

DOCKET NUMBER : 952910117  
CONTROL NUMBER : 9319053  
DATE INC/AUTH/FILED: 08/12/1993  
JURISDICTION : GEORGIA  
PRINT DATE : 10/18/1995  
FORM NUMBER : 211

JESSIE RAMIREZ  
FIRST BANK MORTGAGE CORPORATION  
3811 FREDERICA RD  
ST. SIMONS ISLAND GA 31522

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DIVISION OF CORPORATIONS  
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**CERTIFICATE OF EXISTENCE**

I, MAX CLELAND, Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

**FIRST BANK MORTGAGE CORPORATION**  
**A DOMESTIC PROFIT CORPORATION**

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation, or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up, or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



*Max Cleland*

MAX CLELAND  
SECRETARY OF STATE

CORPORATIONS  
656-2817

CORPORATIONS HOT LINE  
404-656-2222  
Outside Metro-Atlanta



**F96000000149**

October 1, 1996

Florida Department of State  
Jennifer Sindt, Document Examiner  
Division of Corporations  
P O Box 6327  
Tallahassee, FL 32314

Please use this letter as documentation that First Bank Mortgage Corporation doing business in Florida as Golden Isles BanCorp Company, F96000000149, has moved their corporate office from:

P O Box 21219  
3811 Frederica Road  
St. Simons Island, GA 31522

to the following location:

P O Box 1257  
777 Gloucester Street  
Suite 300  
Brunswick, GA 31520  
Phone: (912)262-6100  
Fax: (912)262-1620

Please forward this information to any of your departments that may be affected.

Sincerely,

A handwritten signature in cursive script that reads 'James W. Emery'.

James W. Emery  
Sr. Vice President

JWE/jc

*upd 10/9/96*