

Inter-Office
Communication

Division of Banking

DATE: February 6, 1996

TO: Karon Beyer, Department of State
Division of Corporations - Bureau of Commercial Recording

FROM: JP John A. Pullen, Licensing and Chartering

SUBJECT: The Sumitomo Bank, Limited

700001710157
-02/08/96--01029--022
***122.50 ***122.50

Please file the attached "Application by a Foreign Corporation for Authorization to Transact Business in Florida" (original and one copy) for the above-referenced institution, using February 5, 1996, as the effective date.

Please make the following distribution of certified copies:

One copy to: Division of Banking
Office of Licensing and Chartering
Suite 1401, The Capitol
Tallahassee, Florida 32399-0350

Also attached is a check in the amount of \$122.50 which represents payment of applicable fees. If you have any questions, please call 487-1410.

JAP:bms

cc: Federal Reserve Bank of Atlanta, Atlanta, Georgia
Bureau of International Banking

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 FEB -6 AM 9:59

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96 FEB -6 PM 4:36

DIVISION OF CORPORATIONS



OFFICE OF COMPTROLLER
DEPARTMENT OF BANKING AND FINANCE
STATE OF FLORIDA

TALLAHASSEE
32390-0350

ROBERT F. MILLIGAN
COMPTROLLER OF FLORIDA

February 2, 1996

DOCKETED
DIVISION OF BANKING

FEB 02 1996

NO. 96-14

BY: XR

Board of Directors
The Sumitomo Bank, Limited
c/o William J. Sweet, Esquire
Skadden, Arps, Slate, Meagher & Flom
1440 New York Avenue, Northwest
Washington, D.C. 20005-2107

Dear Members of the Board:

Re: Application by The Sumitomo Bank, Limited for
Authority to Operate an International Bank
Representative Office to be Located at One Biscayne
Tower, 2 South Biscayne Boulevard, Miami, Florida

Your application to establish an international bank representative office meets the requirements of Chapter 663, Florida Statutes. Accordingly, the application is hereby approved.

Enclosed is a Certificate of Authority for the representative office to open on February 5, 1996. Please advise the Division of Banking, Bureau of International Banking if the representative office does not open on that date.

Sincerely,

Robert F. Milligan

RFM/cjp

Enclosure

cc: Federal Deposit Insurance Corporation, Atlanta, Georgia
Federal Reserve Bank of Atlanta, Atlanta, Georgia
Regional Administrator of National Banks, Atlanta, Georgia
Florida Department of State, Bureau of Corporations
Information Office, Office of Comptroller
Area Financial Manager, Miami, Florida



F-4V

File 7/4

OFFICE OF COMPTROLLER
DEPARTMENT OF BANKING AND FINANCE
STATE OF FLORIDA

TALLAHASSEE
32399-0350

ROBERT F. MILLIGAN
COMPTROLLER OF FLORIDA

February 2, 1996

DOCKETED
DIVISION OF BANKING

FEB 02 1996

NO. 96-13

BY: RR

Board of Directors
The Sumitomo Bank, Limited
c/o William J. Sweet, Esquire
Skadden, Arps, Slate, Meagher & Flom
1440 New York Avenue, Northwest
Washington, D.C. 20005-2107

Dear Members of the Board:

Re: Application by The Sumitomo Bank, Limited for
Authority to Operate an International Bank
Representative Office to be Located at 100
South Ashley Drive, Suite 1780, Tampa, Florida

Your application to establish an international bank representative office meets the requirements of Chapter 663, Florida Statutes. Accordingly, the application is hereby approved.

Enclosed is a Certificate of Authority for the representative office to open on February 5, 1996. Please advise the Division of Banking, Bureau of International Banking if the representative office does not open on that date.

Sincerely,

Robert F. Milligan

RFM/cjp

Enclosure

cc: Federal Deposit Insurance Corporation, Atlanta, Georgia
Federal Reserve Bank of Atlanta, Atlanta, Georgia
Regional Administrator of National Banks, Atlanta, Georgia
Florida Department of State, Bureau of Corporations
Information Office, Office of Comptroller
Area Financial Manager, Miami, Florida

**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. The Sumitomo Bank, Limited
(Name of corporation: the word "INCORPORATED," "COMPANY," or "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. Japan
(State or country under the law of which it is incorporated)
3. February 23, 1912
(Date of Incorporation)
4. Perpetual
(Duration)
5. 13-5611820
(Federal Employer Identification number, if applicable)
6. February 2, 1996
(Date first transacted business in Florida. See sections 607.1501, 607.1502 and 817.155, F.S.)
7. 6-5, Kitahama 4-chome, Chuo-ku, Osaka, Japan 541
(Current mailing address)
8. Solicitation of loans and other extensions of credit
(Brief description of the nature of the business in which it is engaged in the state of Florida)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 FEB -6 AM 9:59

9. Name and addresses of officers and/or directors:

A. Directors:

Chairman: Sotoo Tatsumi
Address: The Sumitomo Bank, Limited
6-5, Kitahama 4-chome, Chuo-ku, Osaka, Japan 541

Vice Chairman: Toshio Morikawa
Address: The Sumitomo Bank, Limited
6-5, Kitahama 4-chome, Chuo-ku, Osaka, Japan 541

Deputy President: Takayuki Usui
Address: The Sumitomo Bank, Limited
6-5, Kitahama 4-chome, Chuo-ku, Osaka, Japan 541

Deputy President: Sadao Okino
Address: The Sumitomo Bank, Limited
6-5, Kitahama 4-chome, Chuo-ku, Osaka, Japan 541

B. Officers:

Chairman: Sotoo Tatsumi
Address: The Sumitomo Bank, Limited
6-5, Kitahama 4-chome, Chuo-ku, Osaka, Japan 541

Vice Chairman: Toshio Morikawa
Address: The Sumitomo Bank, Limited
6-5, Kitahama 4-chome, Chuo-ku, Osaka, Japan 541

Deputy President: Takayuki Usui
Address: The Sumitomo Bank, Limited
6-5, Kitahama 4-chome, Chuo-ku, Osaka, Japan 541

Deputy President: Sadao Okino
Address: The Sumitomo Bank, Limited
6-5, Kitahama 4-chome, Chuo-ku, Osaka, Japan 541

Senior Managing Director: Yoshifumi Nishikawa
Address: The Sumitomo Bank, Limited
6-5, Kitahama 4-chome, Chuo-ku, Osaka, Japan 541

Senior Managing Director: Horiechi Yoshida
Address: The Sumitomo Bank, Limited
6-5, Kitahama 4-chome, Chuo-ku, Osaka, Japan 541

Senior Managing Director: Shigeyoshi Katoh
Address: The Sumitomo Bank, Limited
6-5, Kitahama 4-chome, Chuo-ku, Osaka, Japan 541

Senior Managing Director: Kensuke Hotta
Address: The Sumitomo Bank, Limited
6-5, Kitahama 4-chome, Chuo-ku, Osaka, Japan 541

Senior Managing Director: Masahiko Koido
Address: The Sumitomo Bank, Limited
6-5, Kitahama 4-chome, Chuo-ku, Osaka, Japan 541

Senior Managing Director: Yasuo Noishiki
Address: The Sumitomo Bank, Limited
6-5, Kitahama 4-chome, Chuo-ku, Osaka, Japan 541

(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

A listing of the directors and the senior officers of The Sumitomo Bank, Limited is attached. All senior officers are members of the Board of Directors. The Executive Committee of the Board of Directors consists of the Chairman, President, Deputy Presidents, and Senior Managing Directors, who are listed above. Mr. Takayuki Usui fulfils the functions of Corporate Secretary and Mr. Masahiko Koido fulfils the functions of Corporate Treasurer of the bank.

10. Name and Street address of Florida registered agent:

Name: CT Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida 33324
Zip Code

11. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the places 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: _____

Connie Bryan
CONNIE BRYAN
SPECIAL ASSISTANT SECRETARY

VI.E

12. 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.

In response to item 3(b) of Appendix 2 of its Application by an International Banking Corporation for a License to Establish an International Representative Office in the State of Florida, The Sumitomo Bank, Limited has submitted a copy of a certificate issued by the Japanese Ministry of Finance, and verified by an officer of The Sumitomo Bank, Limited, stating that The Sumitomo Bank, Limited is a corporation incorporated under the laws of Japan and licensed thereunder to transact the business of banking.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. Kensuke Hotta, Senior Managing Director
(Name and capacity of person signing application)


V.I.E

Acknowledgement

I, DAVID WYSOKI, a Notary Public, do hereby certify that on the 10th day of January 1996, personally appeared before me Kensuke Hotta, who declares he is Senior Managing Director of The Sumitomo Bank, Limited, executing the above instrument, and being first duly sworn, acknowledged that he signed the foregoing document in the capacity therein set forth and declared that the statements therein contained are true.

IN WITNESS WHEREOF, I hereunto set my hand and seal the day and year before written.

(Notarial Seal)



Notary Public

DAVID H. WYSOKI
NOTARY PUBLIC, STATE OF NEW YORK
NO. 41-4986161
QUALIFIED IN QUEENS COUNTY
COMMISSION EXPIRES SEPTEMBER 09, 1997

My commission expires 9-9-97

BOARD OF DIRECTORS

As of June 30, 1995

CHAIRMAN OF THE BOARD

Sotou Tatsumi (47)

PRESIDENT

Toshio Morikawa (35)

DEPUTY PRESIDENTS

Takayuki Usui (35)

Sadao Okino (55)

SENIOR MANAGING DIRECTORS

Yoshitomi Nishikawa (14)

Hiroshi Yoshida (17)

~~Naichi Abe (44)~~

Shigeyoshi Katoh (13)

Kensuke Hotta (98)

Masahiko Koido (12)

Yasuo Noishiki (19)

MANAGING DIRECTORS

Katsuji Kobayashi (17)

Yoshihiro Shiraga (21)

Shuichi Tobimatsu (16)

Yoichiro Furuse (27)

Akio Asuke (14)

Kensuke Uchida (13)

Kunikatsu Yamamoto (15)

DIRECTORS

Masaaki Arai (—)

Masao Kamei (—)

Shunichi Okuyama (21)

Masakazu Sakao (10)

Katsuyuki Shibabuki (15)

Norio Hayashi (14)

Mizuki Matsuoka (11)

Keiji Kataoka (14)

Tadahiko Itoh (10)

Michiyoshi Kuriyama (17)

Akira Kondoh (23)

Takeharu Nagata (17)

Michihiro Matsuda (13)

Akinori Takagi (17)

Akira Uno (24)

Hiroshi Aono (35)

Masayuki Oku (7)

Atsushi Kunishige (9)

Hiroshi Sakuma (7)

Kunio Tsukioka (12)

Isao Nakatani (7)

Tadashi Inoue (13)

Takayuki Tsukuda (12)

Masao Nakanishi (8)

STANDING AUDITORS

Umeoki Joko (17)

Yasuo Nakajima (8)

Shinichi Kimura (5)

AUDITORS

Gentaro Kawase (—)

Shinichi Nishio (8)

Note: Figures in parentheses indicate the number of shares of the Bank owned, in thousands.

MINISTRY OF FINANCE
THE JAPANESE GOVERNMENT

January

96 FEB 26 AM 9:59

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Mr. John A. Pullen
Financial Specialist
Bureau of International Banking
Division of Banking
Department of Banking and Finance
Office of Comptroller, Florida

RECEIVED
DIVISION OF BANKING
Bureau of Licensing & Chartering
FVU

JAN 26 1996

HT

CY:

Dear Mr. Pullen,

This is to reply to your letter of January 9, 1996, regarding an application submitted to the Office of Comptroller by the Sumitomo Bank.

As you know, the application filed by the Sumitomo Bank to acquire certain of the U.S. operations of the Daiwa Bank is being made for the purpose of giving support to the Daiwa Bank, which shall terminate the banking operations in U.S. in accordance with the consent orders issued by the U.S. bank supervisors. Naturally, we have no objection to this application. My reply to your inquiries is as follows.

- The Sumitomo Bank is currently in compliance with all applicable laws and regulations in Japan, including applicable minimum capital and liquidity ratio requirements, as well as anti-money laundering related laws; and
- We are satisfied with the Sumitomo Bank's overall financial soundness, including the generally satisfactory quality of their loan assets and the adequacy of provisioning policies.

The Ministry of Finance is committed to continue to cooperate with the U.S. bank supervisors in carrying out their supervisory duties.

Yours sincerely,

Kazuhiro Sakamaki

Kazuhiro Sakamaki
Deputy Director
Commercial Banks Division
Banking Bureau