

To: Page 2 of 10
6/17/2019

2019-06-20 13:39:23 CST

16144554862 From: James Tanks III

Division of Corporations

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H19000189065 3)))



H190001890653ABC6

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850)617-6380

From: Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (614)280-3338
Fax Number : (954)208-0845

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: _____

FILED
2019 JUN 17 AM 9:27
FLORIDA DEPT OF STATE
TALLAHASSEE, FL

S TALLENT
JUN 21 2019

COR AMND/RESTATE/CORRECT OR O/D RESIGN
BBVA COMPASS FINANCIAL CORPORATION

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$43.75

PLEASE HONOR OG DATE OF 6/17

Electronic Filing Menu

Corporate Filing Menu

Help

850-617-6381

6/20/2019 9:46:31 AM PAGE 1/001 Fax Server



June 20, 2019

FLORIDA DEPARTMENT OF STATE
Division of Corporations

BEVA COMPASS FINANCIAL CORPORATION
PO BOX 10566
MAILCODE: AL BI CH ACT
BIRMINGHAM, AL 35296US

SUBJECT: BEVA COMPASS FINANCIAL CORPORATION
REF: F97000000989

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

PLEASE CHANGE THE DATE THE AMENDMENT WAS FILED TO REFLECT THE DATE OF JUNE 5, 2019 AND RESUBMIT.

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) 245-6050.

Susan Tallent
Regulatory Specialist II

FAX Aud. #: H19000189065
Letter Number: 319A00012382

RECEIVED

2019 JUN 20 AM 3:46

P.O BOX 6327 - Tallahassee, Florida 32314

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: HBVA Compass Financial Corporation

Name of Corporation

DOCUMENT NUMBER: F97000000989

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Brian Herrick

Name of Contact Person

Firm/Company

2200 Post Oak Blvd

Address

Houston, TX 77056

City/State and Zip Code

matthew.roone@bbva.com

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

For further information concerning this matter, please call:

Brian Herrick

713

831-5673

Name of Contact Person

at

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:



\$35.00 Filing Fee



\$43.75 Filing Fee &
Certificate of Status



\$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)



\$52.50 Filing Fee,
Certificate of Status &
Certified Copy
(Additional copy is
enclosed)

Mailing Address:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F97000000989

(Document number of corporation (if known))

1. BBVA Compass Financial Corporation

(Name of corporation as it appears on the records of the Department of State)

2. Alabama

(Incorporated under laws of)

3. 02/25/1997

(Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? June 10, 2019

5. BBVA Financial Corporation

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

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

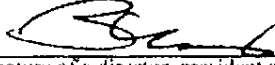
6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.


(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Brian Herrick

(Typed or printed name of person signing)

Secretary/VP

(Title of person signing)

FILED
2019 JUN 17 AM 9:27
SECRETARY OF STATE

John H. Merrill
Secretary of State

P. O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

**I, John H. Merrill, Secretary of State of Alabama, having custody of the
Great and Principal Seal of said State, do hereby certify that**

as appears on file and of record in this office, the pages hereto attached, contain a
true, accurate, and literal copy of the Articles of Amendment filed on behalf of
BBVA Financial Corporation, as received and filed in the Office of the Secretary
of State on 06/10/2019.



20190612000020520

In Testimony Whereof, I have hereunto set my
hand and affixed the Great Seal of the State, at the
Capitol, in the city of Montgomery, on this day.

06/12/2019

Date

A handwritten signature in black ink, appearing to read 'J. H. Merrill', is written over a horizontal line.

John H. Merrill

Secretary of State

STATE OF ALABAMA**DOMESTIC BUSINESS CORPORATION
AMENDMENT TO FORMATION/ARTICLES**

PURPOSE: In order to amend a Business Corporation's (formerly known as For-Profit Corporation) Certificate of Formation/Articles of Incorporation under Section 10A-2-10.06 of the Code of Alabama 1975 this Amendment and the appropriate filing fees must be filed with the Office of the Judge of Probate in the county where the corporation's Certificate of Formation was initially filed.

INSTRUCTIONS: Mail one (1) signed original and two (2) copies of this completed form and the appropriate filing fees to the Office of the Judge of Probate in the county where the corporation's Certificate of Formation was recorded. Contact the Judge of Probate's Office to determine the county filing fees. Make a separate check or money order payable to the **Secretary of State for the state filing fee of \$50.00** and the Judge of Probate's Office will transmit the fee along with a certified copy of the Amendment to the Office of the Secretary of State within 10 days after the filing is recorded. You may pay the Secretary of State fees by credit card if the county you are filing in will accept that method of payment (see attached). Your filing will not be indexed if the credit card does not authorize and will be removed from the index if the check is dishonored (\$30.00 fee).

COPY

(For County Probate Office Use Only)

This form must be typed or laser printed.

1. The name of the corporation from the Certificate of Formation/Articles of Incorporation:
BBVA Compass Financial Corporation
2. The date the Certificate of Formation was filed in the county: 10 / 26 / 1990 (format MM/DD/YYYY)
3. The titles, dates, and places of filing of any previous Amendments: See attached.
Attach a listing if necessary.

4. Alabama Entity ID Number (Format: 000-000): 139 - 913
INSTRUCTION TO OBTAIN ID NUMBER TO COMPLETE FORM: If you do not have this number immediately available, you may obtain it on our website at www.sos.alabama.gov click Business Services, click on Business Entity Search, click on Entity Name, enter the name of the entity in the appropriate box, and enter. The six (6) digit number containing a dash to the left of the name is the entity ID number. If you click on that number, you can check the details page to make certain that you have the correct entity - this verification step is strongly recommended.

(For SOS Use Only)

This form was prepared by: (type name and full address)

Brian Herrick
2200 Post Oak Blvd
Houston, TX 77056

RECEIVED DATE

JUN 10 2019

DB Corp Amendment - 01/2019

SECRETARY OF STATE
OFFICE OF ALABAMA

Alabama
Sec. Of State

Entity Change
139-913 D/C
Date 6/10/2019
Time 11:25
190610 4 Pg

File \$50.00
Ackn \$.00
Exp \$.00

Total \$50.00
07/025

DOMESTIC BUSINESS CORPORATION AMENDMENT

[Instruction on Amendment completion: Be very specific about what must be changed if you are amending existing information. If the amendment includes a name change, a copy of the Name Reservation form issued by the Office of Secretary of State must be attached.

Registered agents and registered agent addresses are changed by filing a Change Of Registered Agent Or Registered Office By Entity form directly with the Office of the Secretary of State (the new agent's signature is required agreeing to accept responsibility). You may file the information as an Amendment also, but the change form must be on file with the Secretary of State per 10A-1-3.12(a) (2) to effect the change in the public records database.]

5. The following amendment was adopted on 06 / 01 / 2019 (format MM/DD/YYYY):

The name of the entity has been changed to: BBVA Financial Corporation

☐ Additional Amendments and the dates on which they were adopted are attached.

Item 6, 7, or 8 MUST be checked/completed with any appropriate attachments.

6. ☐ The board of directors without shareholder action approved the Amendment. Shareholder action was not required.
7. ☒ The shareholders approved the Amendment. The total number of votes entitled to be cast was 200 (information is required for item a or b). Complete one of the following:
- a. The total number of votes cast for amendment was 200 and the total number of votes cast against amendment was 0.
- b. The total number of undisputed votes cast for amendment was _____ which was a sufficient number of votes to approve amendment.
8. ☐ Amendment by voting groups was required; the information required in item 5 above is provided for each voting group and is attached to and made part of this Domestic Business Corporation Amendment document.
9. This Amendment shall be effective on 6/10/2019.

6 / 3 / 2019
Date (MM/DD/YYYY)


Signature as required by 10A-2-1.20

Brian Herrick
Typed Name of Above Signature

Secretary/VP
Typed Title/Capacity to Sign under 10A-2-1.20

John H. Merrill
Secretary of State

P.O. Box 5616
Montgomery, AL 36103-5616

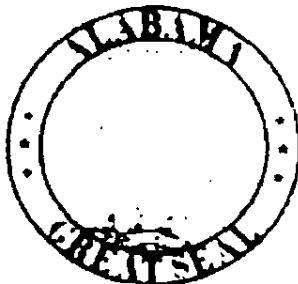
STATE OF ALABAMA

I, John H. Merrill, Secretary of State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

pursuant to the provisions of Title 10A, Chapter 1, Article 5, Code of Alabama 1975, and upon an examination of the entity records on file in this office, the following entity name is reserved as available:

BBVA Financial Corporation

This name reservation is for the exclusive use of BBVA Compass Financial Corporation, 2200 Post Oak Blvd., 16th Floor, Attn: Legal Dept, Houston, TX 77056 for a period of one year beginning May 29, 2019 and expiring May 29, 2020



RES841913

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the city of Montgomery, on this day.

May 29, 2019

Date

J. H. Merrill

John H. Merrill

Secretary of State

Alabama
Sec. Of State
Entity Change P/C
139-913
Date 6/10/2019
Time 11:25
190610 4 Pg
File \$50.00
Ackn \$0.00
Exp \$0.00
Total \$50.00
07/025

I, the Undersigned, as Judge of Probate in and for said County, in said State, hereby certify that the foregoing is a full, true and correct copy of the instrument with the filing of same as appears of record in this office in Inst. # 2019054882

Given under my hand and official seal, this the 5th day of June, 2019
Alan J. King
Judge of Probate