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TALLAHASSEE, FLORIDA

Amend.
SP

**INTEROFFICE
COMMUNICATION**



**OFFICE OF FINANCIAL
REGULATION**

Don B. Saxon
Director

DATE: July 15, 2005

TO: Louise Fleming-Jackson, Bureau of Corporations, Secretary of State

FROM: *DMK* Donald M. Kelly, Bureau of Bank Regulation, Office of Financial Regulation

SUBJECT: Article Amendment, EuroBank, #919, Coral Gables

Please file the attached article amendment and make the following distribution of certified copies:

- (1) Return one (1) copy to:
- Office of Financial Regulation
Bureau of Bank Regulation
200 East Gaines Street
Tallahassee, Florida 32399-0371
- (2) Mail one (1) copy to:
- Mr. Joseph T. Theriaga
President and Chief Executive Officer
EuroBank
1901 Ponce de Leon Boulevard
Coral Gables, Florida 33134

A check for filing fees and certified copies was submitted to and retained by your office when counsel for the bank forwarded the article amendment directly to the Division of Corporations without having first sought the approval of the Office of Financial Regulation. (Document Specialist Velma Shepard returned the unapproved article amendment to counsel via her letter of June 13, 2005.) If you have any questions, please contact me at 410-9521.

Attachments

cc: Area Financial Manager, Miami (with a copy of the articles to be filed)
Federal Deposit Insurance Corporation, Atlanta, Georgia (with a copy of the articles to be filed)



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

June 13, 2005

JORGE SANCHEZ-GALARRAGA, ESQ.
1313 PONCE DE LEON BLVD.
SUITE 301
CORAL GABLES, FL 33134

SUBJECT: EUROBANK
Ref. Number: J18236

We have received your document for EUROBANK and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Pursuant to section 655.043, Florida Statutes, a bank, industrial savings bank, trust company, or savings association may not amend its articles of incorporation without written approval of the Office of Financial Institutions. Their address is :

Office of Financial Institutions
200 E. Gaines St.
Tallahassee, FL 32399-0371.

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) 245-6909.

Velma Shepard
Document Specialist

Letter Number: 105A00040949

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: EuroBank

DOCUMENT NUMBER: J18236

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Jorge Sanchez-Galarraga, Esq.

(Name of Contact Person)

Jorge Sanchez-Galarraga, P.A.

(Firm/ Company)

1313 Ponce de Leon Boulevard, Suite 301

(Address)

Coral Gables, Florida 33134

(City/ State/ and Zip Code)

For further information concerning this matter, please call:

Jorge Sanchez-Galarraga

(Name of Contact Person)

at (305) 445-5351

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

\$35 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
409 E. Gaines Street
Tallahassee, FL 32399

AMENDMENT TO ARTICLES OF INCORPORATION
OF
EUROBANK

The undersigned officer of EuroBank, a Florida corporation, does hereby certify that on the 20th day of April of 2005 the Board of Directors of EuroBank approved and submitted to the shareholders of EuroBank an amendment to Article III of the Articles of Incorporation of EuroBank as set out below, and that thereafter on the 20th day of April of 2005 at a shareholders meeting, at which the holders of the majority of the outstanding capital stock of EuroBank were present and voted, the number of votes cast for the amendment was sufficient for approval of the amendment to Article III of the Articles of Incorporation of EuroBank set out below.

ARTICLE III
CAPITAL STOCK

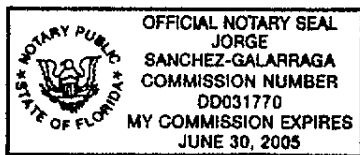
The corporation is authorized to have one class of stock designated as voting common stock. The maximum number of shares of common stock which the corporation is authorized to have outstanding is Five Hundred Eight Thousand One Hundred Fifty Five (508,155) Shares of a par value of Six (\$6.00) Dollars per share, of which the corporation is authorized to have a maximum of Ten (10%) Percent, or Fifty Thousand Eight Hundred Fifteen and ½ (50,815.5) Shares, as common stock from the Employee Stock Option Plan.

(Corporate Seal)

By: _____
Joseph Theriaga, President

State of Florida
County of Miami-Dade

Sworn to and subscribed before this 27th day of June, 2005 by Joseph Theriaga as President of EuroBank who is personally known to me.



Notary Public, State of Florida

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Approved by the Florida Office of Financial Regulation this 15th day of July,
2005.

Tallahassee, Florida

A handwritten signature in black ink, reading "Linda B. Charity", written over a horizontal line.

Linda B. Charity
Director
Division of Financial Institutions
Office of Financial Regulation