

J18236

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMEND
5/14



Linda B. Charity
Interim Commissioner

INTEROFFICE COMMUNICATION

DATE: **May 10, 2012**

TO: **Karon Gibson, Department of State**
Division of Corporations – Bureau of Commercial Recordings

FROM: **Randy Herndon, Financial Administrator**
Bureau of Bank Regulation, District II
(850) 410-9506

SUBJECT: **EuroBank**
Miami, Florida
(Amending Articles to increase authorized shares of commons stock)

Please file the attached Amendment to the Articles of Incorporation for the above-referenced institution, using the filing date as the effective time. A check for the applicable filing and certified copies fee (\$52.50) is attached.

- (1) One certified copy to: **Randy Herndon**
Office of Financial Regulation
Bureau of Bank Regulation, District II
200 E. Gaines Street, Suite 614
Tallahassee, FL 32399-0371
- (2) Two certified copies to: **Leandro Martins Alves**
President and CEO
EuroBank
1901 Ponce de Leon Boulevard
Miami, Florida 33134

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:

LEONARD R. WHYTE

Name of Contact Person

EUROBANK

Firm/ Company

1901 PONCE DE LEON BOULEVARD

Address

CORAL GABLES/FLORIDA 33134

City/ State and Zip Code

lwhyte@eurobankfl.com

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

For further information concerning this matter, please call:

Leonard R. Whyte

Name of Contact Person

at

(305)

350-1100

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

\$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
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

\$52.50 Filing Fee &
Two (2) Certified
Copies
(2 additional copies
attached)

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AMENDMENT TO THE ARTICLES OF INCORPORATION
OF
EUROBANK

Banco do Brasil, S.A., Brasilia, Brazil, the holder of all of the issued and outstanding voting shares of EuroBank, hereby waives notice of a shareholder meeting and by action taken by this written consent without a meeting pursuant to section 607.0704 of the Florida Business Corporation Act, hereby approves an amendment to Article III of the Articles of Incorporation of EuroBank as set forth below:

ARTICLE III
CAPITAL STOCK

The corporation shall have one class of shares, which is designated as voting common stock. The corporation is authorized to issue a maximum of Fourteen Million (14,000,000) Shares of common stock at a par value of Six Dollars (\$6.00) per share. Any issuance of shares in excess of the shares then issued and outstanding, or then authorized to be issued, as of the filing date of this amendment shall require the affirmative vote of the holders of at least a majority of the then issued and outstanding voting shares of the corporation and notice to the State of Florida Office of Financial Regulation in accordance with section 658.36(2), Florida Statutes.

Banco do Brasil, S.A.

By: _____

Name: João Paulo Dutra e Silva
Title: Gerente Executivo

Date: April 7, 2012



Approved by the Office of Financial Regulation this 11th day of

May, 2012.

Tallahassee, Florida

Linda B. Charity

Director
Division of Financial Institutions
Office of Financial Regulation