

# L 49509

INTER-OFFICE  
COMMUNICATION

ROBERT F. MILLIGAN  
COMPTROLLER OF FLORIDA

DATE: March 31, 1998

TO: Louise Jackson, Bureau of Corporations, Secretary of State  
600002477756--1  
04/03/98--01022--008  
\*\*\*\*140.00 \*\*\*\*140.00

FROM: John Alcorn, Financial Administrator  
Bureau of Financial Institutions, District II, Division of Banking

SUBJECT: PINEBANK, MIAMI, FLORIDA

Please file the attached amendment to the articles of incorporation for subject bank.

Please make the following distribution of certified copies:

1. Return one (1) copy to : Bureau of Financial Institutions  
District II, Division of Banking  
The Fletcher Building  
101 East Gaines Street, Suite 636
2. Mail one (1) copy to: Thomas D. Lumpkin, II, Esq.  
515 Gables International Plaza  
2655 LeJeune Road  
Coral Gables, FL 33134

FILED  
98 MAR 31 PM 4:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Also attached is a check which represents payment for filing fees and certified copies. If you have any questions, please contact me at 488-0382.

JA:jm

Attachments

cc: Area Financial Manager,

RECEIVED  
98 MAR 31 PM 3:45  
DIVISION OF CORPORATION

CORAPAMND

Amend

NFT

11 1 00

FILING 35.00  
R. AGENT  
CERT. COPY 105.00  
CUS  
OVERPAYMENT  
TOTAL 140.00

FILED

98 MAR 31 PM 4:06

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AMENDMENT OF  
ARTICLES OF INCORPORATION OF  
PINEBANK


The undersigned officers of PineBank, Miami, Florida, do hereby certify that the shareholders of the corporation, by action taken without a meeting pursuant to Section 607.0704, Florida Statutes (1997), as evidenced by written consents dated February 27, 1998 and signed by the holders of all of the outstanding shares of Class "A" voting common stock of PineBank, approved a measure to change the authorized capital of the corporation and amend Article III of the Articles of Incorporation so that, effective upon the amendment's filing with the Department of State, in lieu of the present language, it shall read as set forth below. Only the holders of outstanding shares of Class "A" common stock were entitled to vote on the amendment:

ARTICLE III

The total number of shares authorized to be issued by the corporation shall be 300,000. Such shares shall be of two classes of common stock to be known as Class "A" Common Stock and Class "B" Common Stock. The shares of each class shall have a par value of \$25.00 per share. The corporation shall be authorized to issue 176,000 shares of Class "A" Common Stock and 124,000 shares of Class "B" Common Stock. The powers, designations, preferences,

limitations and relative rights of the Class "A" Common Stock and the Class "B" Common Stock shall be identical, except that no voting privileges shall attach to the Class "B" Common Stock.

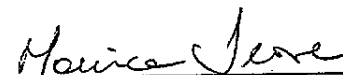
(Corporate Seal)

  
Lorie Yarchin,  
Senior Vice President

STATE OF FLORIDA  
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 17th day of March, 1998, by Lorie Yarchin, as Senior Vice President of PineBank, a Florida banking corporation, on behalf of the corporation. She is known to me personally.



  
Notary Public - State of  
Florida at Large

My Commission Expires:

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Approved by the Department of Banking and Finance this 31st day of March, 1998.

  
ROBERT F. MILLIGAN  
Comptroller of Florida

L 49509

INTER-OFFICE  
COMMUNICATION

ROBERT F. MILLIGAN  
COMPTROLLER OF FLORIDA

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DIVISION OF CORPORATION

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Amend

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AMENDMENT OF  
ARTICLES OF INCORPORATION OF  
PINEBANK


The undersigned officers of PineBank, Miami, Florida, do hereby certify that the shareholders of the corporation, by action taken without a meeting pursuant to Section 607.0704, Florida Statutes (1997), as evidenced by written consents dated February 27, 1998 and signed by the holders of all of the outstanding shares of Class "A" voting common stock of PineBank, approved a measure to change the authorized capital of the corporation and amend Article III of the Articles of Incorporation so that, effective upon the amendment's filing with the Department of State, in lieu of the present language, it shall read as set forth below. Only the holders of outstanding shares of Class "A" common stock were entitled to vote on the amendment:

ARTICLE III

The total number of shares authorized to be issued by the corporation shall be 300,000. Such shares shall be of two classes of common stock to be known as Class "A" Common Stock and Class "B" Common Stock. The shares of each class shall have a par value of \$25.00 per share. The corporation shall be authorized to issue 176,000 shares of Class "A" Common Stock and 124,000 shares of Class "B" Common Stock. The powers, designations, preferences,

limitations and relative rights of the Class "A" Common Stock and the Class "B" Common Stock shall be identical, except that no voting privileges shall attach to the Class "B" Common Stock.


(Corporate Seal)

  
Lorie Yarchin,  
Senior Vice President

STATE OF FLORIDA  
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 17th day of March, 1998, by Lorie Yarchin, as Senior Vice President of PineBank, a Florida banking corporation, on behalf of the corporation. She is known to me personally.

 **MONICA LEONE**  
COMMISSION # CC 586134  
EXPIRES SEP 17, 2000  
BONDED THRU  
ATLANTIC BONDING CO., INC.

  
Notary Public - State of  
Florida at Large

My Commission Expires:

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Approved by the Department of Banking and Finance this 31st day of March, 1998.

  
ROBERT F. MILLIGAN  
Comptroller of Florida