M17400

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _______ Certificates of Status _______

Special Instructions to Filing Officer:

Office Use Only

800435217828

SHUTTS & BOWEN
ATTORNEYS AND COUNSELLORS AT LAW
(A PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS)
1500 EDWARD BALL BUILDING - MIAMI CENTER
100 CHOPIN PLAZA
MIAMI, FLORIDA 33131
MIAMI (305) 358-6300
BROWARD (305) 467-8841
CABLE "SHUTTSBO"
TELEX 441-072

FRANK B. SHUTTS (1870-1947)
CRATE D. BOWEN (1871-1959)

WRITER'S DIRECT LINE

M17400

June 27, 1985

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, Florida 32314

Re: Mountain Corporation

Gentlemen:

Enclosed herewith are two executed copies of the Articles of Incorporation for the above-referenced corporation, along with our check, payable to the Secretary of State in the amount of $63.00, in payment of the following:

Mininum Charter Tax	$30.00
Filing Fee	15.00
Certified Copy	15.00
Registered Agent Filing Fee	3.00
	$63.00

Please return the certified copy to the attention of the undersigned.

Thank you for your cooperation in this matter.

Very truly yours,

Eliazabeth J. Gregovits

Eliazabeth J. Gregovits
Legal Assistant to
Bowman Brown

EJG:dc

Enclosures: Check
Articles in duplicate

EJG1519a/dc

FILED
JUN 21 2 01 PM '85
SECRETARY OF STATE
MIAMI, FLORIDA

006 0583 7/02/85
006 0583 7/02/85
006 0583 7/02/85
006 0583 7/02/85
006 0583 7/02/85

R33116

Name Availability
Document Examiner
Updater
Verifier
Acknowledgement
W. P. Verifyer

7-27-85

C. TAX ______ $30
FILING ______ 15
C. COPY ______ 15
R. AGENT ______ 15
TOTAL ______ 3
BALANCE DUE $ ______ $63
REFUND $ ______

M17400

ARTICLES OF INCORPORATION

OF

MOUNTAIN CORPORATION

ARTICLE I - NAME

The name of this Corporation is Mountain Corporation.

ARTICLE II - DURATION

This Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 7,500 shares of One ($1.00) Dollar par value common stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent and office of this Corporation is Corporation Company of Miami, 1500 Edward Ball Building, 100 Chopin Plaza, Miami, Florida 33131.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have four (4) Directors initially. The number of Directors may be increased or diminished from time to time by the By-Laws but shall never be less than one (1). The names and addresses of the initial Directors of this Corporation are:

NAME	ADDRESS
Guillermo Villar	1200 Brickell Avenue Miami, Florida 33131
Millar Wilson	1200 Brickell Avenue Miami, Florida 33131
Thomas J. Carter	1200 Brickell Avenue Miami, Florida 33131
Luis Esteban Palacios	1200 Brickell Avenue Miami, Florida 33131

ARTICLE VII - BY-LAWS

The By-Laws of this Corporation may be adopted, altered, amended or repealed by either the Stockholders or Directors.

ARTICLE VIII - INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX - PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE - X INCORPORATOR

The name and address of the person signing these Articles is Bowman Brown, 1500 Edward Ball Building, 100 Chopin Plaza, Miami, Florida 33131.

FILED

ARTICLE XI - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 26 day of June, 1985.

Bowman Brown

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED CORPORATION HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

DATED THIS 26 DAY OF JUNE, 1985.

CORPORATION COMPANY OF MIAMI

By Louis V. Vendittelli

Louis V. Vendittelli, Vice President
for CORPORATION COMPANY OF MIAMI
(Registered Agent)

(Corporate Seal)

STATE OF FLORIDA)
)
COUNTY OF DADE)

Before me, a Notary Public authorized in the State and County set forth above, personally appeared Bowman Brown, known to me and known by me to be the person who, as Incorporator, executed the foregoing Articles of Incorporation of Mountain Corporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 26 day of June, 1985.

[illegible]
Notary Public, State of
Florida at Large

My Commission Expires:

[illegible]

EJG1519/dc

90 DAY NOTICE OF INTENT TO DISSOLVE

CORPORATION

ANNUAL REPORT

1986

FLORIDA DEPARTMENT OF STATE
George Firestone
Secretary of State
DIVISION OF CORPORATIONS

DO NOT WRITE IN THIS SPACE

Read Notice and Instructions on Other Side Before Making Entries

Filing Fee of $20 Required — Make Checks Payable To: Secretary of State

1 Name and Address of Corporation Principal Office

M17400 6
MOUNTAIN CORPORATION
% CORPORATION COMPANY OF MIAMI
1500 EDWARD BALL BUILDING, 100 CHOPIN PLAZA
MIAMI, FL 33131

If above address is incorrect in any way, enter the correct address in item 2 Include Zip Code.

2 Enter Change of Address of Corporation Principal Office. P O Box Number Alone is NOT Sufficient

Street Address 21:

P O. Box No 22

City and State 23

Zip Code 24

FILED
AUG 18 12 11 PM '86
DIV. OF CORPORATIONS
MIAMI, FLORIDA

3 Date Incorporated or Qualified To Do Business in Florida: 06/27/1985

4. Federal Employer Identification Number (FEIN)

5. Date of Last Report

6 Names and Street Addresses of Each Officer and Director, as of December 31, 1985

Names of Officers and Directors	Title	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	City and State
VILLAR, GUILLERMO	D	1200 BRICKELL AVE.	MIAMI, FL
WILSON, MILLAR	D/S	1200 BRICKELL AVE.	MIAMI, FL
CARTER, THOMAS J.	D	1200 BRICKELL AVE.	MIAMI, FL
PALACIOS, LUIS ESTEBAN	D	1200 BRICKELL AVE.	MIAMI, FL

REGISTERED AGENT INFORMATION

7 Name and Address of Current Registered Agent

CORPORATION COMPANY OF MIAMI
1500 EDWARD BALL BUILDING
100 CHOPIN PLAZA
MIAMI, FL 33131

8 Name and Address of New Registered Agent

Name 81

Street Address (Do NOT Use P O Box Number) 82

City and State 83 FL.

Zip Code 84

9 Pursuant to the provisions of Sections 607 034 and 607 037, Florida Statutes, the above-named corporation, incorporated under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by resolution duly adopted by its board of directors on

I hereby accept the appointment of registered agent. I am familiar with, and accept the obligations of, Section 607 325 F S

SIGNATURE (Registered Agent Accepting Appointment) DATE

$3.00 additional fee required for Registered Agent changes.

10 *See signature restrictions under instructions on reverse side of this form.*

I Certify That I Am An Officer of the Corporation the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 607 F S.
I further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effects As If Made Under Oath
(Officer signing must be listed in Block 6).

Signature X

Date: August 15, 86

Typed Name of Signing Officer: Millar Wilson

Title: Secretary

Telephone Number: (305) 374-1222

If you desire a certificate of status check the box

CERTIFICATE OF STATUS DESIRED ☐

$5 Additional Fee required for a Certificate of Status

CR2E034 (1/86)

FILE NOW! ANNUAL REPORT DELINQUENT AFTER JULY 1, 1987

CORPORATION

ANNUAL REPORT

1987

FLORIDA DEPARTMENT OF STATE

Secretary of State

DIVISION OF CORPORATIONS

Read Notice and Instructions on Other Side Before Making Entries

Filing Fee of $25 Required — Make Checks Payable To: Secretary of State

1 Name and Address of Corporation Principal Office

M17400 6
MOUNTAIN CORPORATION
% CORPORATION COMPANY OF MIAMI
1500 EDWARD BALL BUILDING, 100 CHOPIN PLAZA
MIAMI, FL 33131

If above address is incorrect in any way, enter the correct address in item 2. Include Zip Code.

2. Enter Change of Address of Corporation Principal Office. P.O. Box Number Alone is NOT Sufficient

Street Address 21: 20395 N.W. 2nd AVE.

P.O. Box No 22:

City and State 23: MIAMI, FLORIDA

Zip Code 24: 33169

3. Date Incorporated or Qualified To Do Business in Florida: 06/27/1985

4. Federal Employer Identification Number (FEIN): APPLIED FOR

5. Date of Last Report: 06/13/1980

6. Names and Street Addresses of Each Officer and Director, as of December 31, 1986

Names of Officers and Directors 1	Title 2	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers) 3	City and State 4
~~VILLAR, GUILLERMO~~	~~O~~	~~1200 BRICKELL AVE.~~	~~MIAMI, FL~~
VILLAR, GUILLERMO	O	AVE. ANDRES BELLO Nº1, EDIFICIO MERCANTIL	CARACAS VENEZUELA
WILSON, MILLAR	D/S	1200 BRICKELL AVE.	MIAMI, FL
CARTER, THOMAS J.	D/C	~~1200 BRICKELL AVE.~~ AVE ANDRES BELLO Nº1, EDIFICIO MERCANTIL	~~MIAMI, FL~~ CARACAS VENEZUELA
PALACIOS, LUIS ESTEBAN	D	~~1200 BRICKELL AVE.~~ AVE ANDRES BELLO Nº1, EDIFICIO MERCANTIL	~~MIAMI, FL~~ CARACAS VENEZUELA

REGISTERED AGENT INFORMATION

7. Name and Address of Current Registered Agent

CORPORATION COMPANY OF MIAMI
1500 EDWARD BALL BUILDING
100 CHOPIN PLAZA
MIAMI, FL 33131

8. Name and Address of New Registered Agent

Name 81:

Street Address 1 (Do NOT Use P.O. Box Number) 82:

Street Address 2 (Do NOT Use P.O. Box Number) 83:

City and State 84: FL.

Zip Code 85:

9. Pursuant to the provisions of Sections 607.034 and 607.037, Florida Statutes, the above-named corporation, incorporated under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by resolution duly adopted by its board of directors on MARCH 20, 1987

I hereby accept the appointment of registered agent. I am familiar with and accept the obligations of Section 607.325 F.S.

SIGNATURE ______________________ DATE __________
(Registered Agent Accepting Appointment)

$3.00 additional fee required for Registered Agent changes

See signature restrictions under instructions on reverse side of this form

I Certify That I Am An Officer of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 607 F.S. I Further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effects As If Made Under Oath. Officer signing must be listed in Block 6.

Signature: [signature]

Date: MAY 11, 1987

Typed Name of Signing Officer: WILSON, MILLAR

Title: DIRECTOR AND SECRETARY

Telephone Number: (305) - 653-3161.

CERTIFICATE OF STATUS DESIRED ☐

$5 Additional Fee required for a Certificate of Status

M17400

SHUTTS & BOWEN
ATTORNEYS AND COUNSELLORS AT LAW
(A PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS)
1500 EDWARD BALL BUILDING MIAMI CENTER
100 CHOPIN PLAZA
MIAMI, FLORIDA 33131
MIAMI (305) 358-6300
BROWARD (305) 467-8841
CABLE "SHUTTSBO"
TELEX 441-072

06/12/87 00017 016
DOMESTIC AMENDMENTS
AMENDMENT 15.00
WRITER'S DIRECT LINE
========================
TOTAL 15.00

June 3, 1987

Office of
Secretary of State
8405 N.W. 53rd Street
Suite C-100
Miami, Florida

M17400

06/12/87 00017 017
DOMESTIC AMENDMENTS
CERT/PHOTO COPY 15.00
========================
15.00

Re: Mountain Corporation -- Amendment to Articles.

Dear Sir/Madam:

Enclosed please find original and one copy of Articles of Amendment of Mountain Corporation together with two checks in the amount of $15.00 for filing fee and certified copy.

Please have the amendment filed and return the stamped copy to the attending courier.

Amend

Thank you for your cooperation in this matter.

Sincerely,

Tamara Carless

Tamara M. Carless
Legal Assistant to
Bowman Brown

Name
Availability
Document
Examiner
Updater
Updater Verifyer
Acknowledge
W. P. Verifyer

TAX
G
PY
NT 30
TOTAL
BALANCE DUE $
REFUND $

tc/
Encl.

ARTICLES OF AMENDMENT

OF

MOUNTAIN CORPORATION

Article VI of the Articles of Incorporation of Mountain Corporation, a Florida corporation, is hereby amended to read as follows:

Article VI - Initial Board of Directors

This corporation shall have four (4) Director's initially. The number of Directors may be increased or diminished from time to time by the By-Laws but shall never be less than one (1). The names and addresses of the initial Directors of this Corporation are:

Name	Address
Guillermo Villar	Avenida Andrés Bello #1 Edificio Mercantil Caracas 1011 Venezuela
Millar Wilson	1200 Brickell Avenue Miami, Florida 33131
Thomas J. Carter	Avenida Andrés Bello #1 Edificio Mercantil Caracas 1011 Venezuela
Luis Esteban Palacios	Avenida Andrés Bello #1 Edificio Mercantil Caracas 1011 Venezuela

FILED

The foregoing Amendment of the Articles of Incorporation of Mountain Corporation, a Florida corporation, was approved and adopted by the Stockholders and Directors at a duly called Special Joint Meeting of the Stockholders and Directors held on the 20th day of January, 1987.

IN WITNESS WHEREOF, the undersigned Chairman and Secretary of this Corporation, pursuant to the approval and authority given by the Stockholders and Directors, have executed these Articles of Amendment, this 20th day of January, 1987.

MOUNTAIN CORPORATION

(Corporate Seal)

Thomas J. Carter, Chairman

Millar Wilson, Secretary

CERTIFICATE OF APPROVAL BY STOCKHOLDERS

I, Millar Wilson, Secretary of Mountain Corpotration, a Florida corporation (herinafter referred to as the "Corporation"), hereby certify, as such Secretary and under the seal of said Corporation, that the Articles of Amendment of the Corporation to which this certificate is attached, was duly submitted to the Stockholders and Directors of the Corporation at a Special Joint Meeting of said Stockholders and Directors, pursuant to the General Corporation Law of the State of Florida, called and held on January 20, 1987, for the purpose of condsidering and taking action upon said Amendment to the Articles of Incorporation, that such Amendment to the Articles of Incorporation was approved by the affirmative vote of the Stockholders and Directors, which vote constituted at least a majority of the total number of shares of the outstanding capital stock of the Corporation, entitled to vote thereon; and that thereby the Amendment to the Articles of Incorporation was at said meeting adopted as the act of the Stockholders and Directors of the Corporation, and the duly adopted act of said Corporation.

WITNESS my hand and the seal of the Corporation, on this 20 day of JANUARY, 1987.

Millar Wilson
Secretary of Mountain Corporation,
a Florida corporation

(Corporate Seal)

STATE OF FLORIDA)
) SS.:
COUNTY OF DADE)

BEFORE ME, a notary public authorized to administer oaths and take acknowledgements in the state and county set forth above, personally appeared Thomas J. Carter, known to me and known by me to be the person who executed the foregoing Articles of Amendment as Chairman of Mountain Corporation, a Florida corporation, and he acknowledged to and before me that he executed those Articles of Amendment as Chairman, of said Corporation, and that the seal affixed to the foregoing Articles of Amendment is the corporate seal of said Corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 20 day of January, 1987.

Miriam Fernandez
Notary Public, State of Florida at Large

My Commission Expires:
Notary Public, State of Florida at Large
My Commission Expires Jan. 30, 1989

M17400

SHUTTS & BOWEN

ATTORNEYS AND COUNSELLORS AT LAW
(A PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS)
CABLE "SHUTTSBO"
TELEX 441-072

MIAMI OFFICE
1500 EDWARD BALL BUILDING MIAMI CENTER
100 CHOPIN PLAZA
MIAMI, FLORIDA 33131
MIAMI (305) 358-6300
BROWARD (305) 467-6841
TELECOPIER (305) 381-9982

ORLANDO OFFICE
20 NORTH ORANGE AVENUE
SUITE 1000
ORLANDO, FLORIDA 32801
TELEPHONE (305) 423-1521
TELECOPIER (305) 425-8316

WEST PALM BEACH OFFICE
SUITE 700 FORUM III
1675 PALM BEACH LAKES BOULEVARD
WEST PALM BEACH, FLORIDA 33401
TELEPHONE (305) 684-3400
TELECOPIER (305) 684-3403

FRANK B. SHUTTS
(1870-1947)

CRATE D. BOWEN
(1871-1958)

KEY LARGO OFFICE
OCEAN REEF CLUB
31 OCEAN REEF DRIVE
SUITE B201 - OCEAN REEF PLAZA
KEY LARGO, FLORIDA 33037
TELEPHONE (305) 367-2881

OCALA OFFICE
125 NORTHEAST FIRST AVENUE
SUITE 3
OCALA, FLORIDA 32670
TELEPHONE (904) 629-8657
TELECOPIER (904) 629-7836

PLEASE REPLY TO MIAMI OFFICE

January 28, 1988

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

02/05/88 00030 020	
DOMESTIC AMENDMENTS $50 S	
CERT/PHOTO COPY	30.00
AMENDMENT	20.00
TOTAL	50.00

Re: Articles of Amendment of Mountain Corporation

Dear Sir/Madam:

Enclosed please find original Articles of Amendment of Mountain Corporation for filing. Enclosed is a check in the amount of $50.00 for filing fee and certified copy fee. Please return the certified copy to my attention at the Shutts & Bowen office in Miami.

Thanking you in advance for your cooperation in this matter.

FILED
88 FEB -5 PM 2:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Sincerely,

Tamara Carless

Tamara M. Carless
Legal Assistant to
Bowman Brown

/tc
Encl.

Name Availability
Document Examiner TLL
Updater TLL
Updater Verifyer TLL
Acknowledgemnt
W H Verifyer

15/1 ns tk

88 FEB -5 PM 2:40
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
OF
MOUNTAIN CORPORATION

Article IV of the Articles of Incorporation of Mountain Corporation, a Florida corporation, is hereby amended to read as follows:

This corporation is authorized to issue 17,500 shares of one ($1.00) Dollar par value common stock, which shall be designated "Common Shares".

The foregoing Amendment to the Articles of Incorporation of Mountain Corporation, a Florida corporation, was approved and adopted by the Stockholders and Directors at a duly called Special Joint Meeting of the Stockholders and Directors held on the 11 day of December, 1987.

IN WITNESS WHEREOF, the undersigned Chairman and Secretary of this Corporation, pursuant to the approval and authority given by the Stockholders and Directors, have executed these Articles of Amendment, this 11 day of December, 1987.

MOUNTAIN CORPORATION

(Corporate Seal)

Thomas J. Carter, Chairman

Millar ~~Wilson~~, Secretary

STATE OF FLORIDA)
) SS.:
COUNTY OF DADE)

BEFORE ME, a notary public authorized to administer oaths and take acknowledgments in the state and county set forth above, personally appeared Millar Wilson, known to me and known by me to be the person who executed the foregoing Articles of Amendment as Secretary of Mountain Corporation, a Florida corporation, and he acknowledged to and before me that he executed those Articles of Amendment as Secretary, of said Corporation, and that the seal affixed to the foregoing Articles of Amendment is the corporate seal of said Corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 9th day of December, 1987.

Miriam Fernandez

Notary Public, State of Florida
at Large

My Commission Expires:

Notary Public, State of Florida at Large
My Commission Expires Jan. 30, 19[illegible]

TMC52/db(2)

CERTIFICATE OF APPROVAL BY STOCKHOLDERS

I, Millar Wilson, Secretary of Mountain Corporation, a Florida corporation, hereby certify, as such Secretary and under the seal of said Corporation, that the Articles of Amendment of Mountain Corporation to which this certificate is attached, was duly submitted to the Stockholders and Directors of Mountain Corporation at a Special Joint Meeting of said Stockholders and Directors, pursuant to the General Corporation Law of the State of Florida, called and held on December 11, 1987, for the purpose of considering and taking action upon said Amendment to the Articles of Incorporation, that such Amendment to the Articles of Incorporation was approved by the affirmative vote of the Stockholders and Directors, which vote constituted at least a majority of the total number of shares of the outstanding capital stock of Mountain Corporation, entitled to vote thereon; and that thereby the Amendment to the Articles of Incorporation was at said meeting adopted as the act of the Stockholders and Directors of Mountain Corporation, and the duly adopted act of said Corporation.

WITNESS my hand and the seal of Mountain Corporation, on this 11 day of December, 1987.

Millar Wilson, Secretary

(Corporate Seal)

FILE NOW! ANNUAL REPORT DELINQUENT AFTER JULY 1ST.

DO NOT WRITE IN THIS SPACE

CORPORATION

ANNUAL REPORT

1988

FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State
DIVISION OF CORPORATIONS

Filing Fee of $25 Required — Make Checks Payable To: Secretary of State

Name and Address of Corporation Principal Office

M17400

MOUNTAIN CORPORATION
% CORPORATION COMPANY OF MIAMI
20395 N.W. 2ND AVENUE
MIAMI, FL 33169

If above address is incorrect in any way, enter the correct address in Item 2. Include Zip Code.

2. Enter Change of Address of Corporation Principal Office. P.O. Box Number Alone is NOT Sufficient

20395 N.W. 2nd AVENUE
Street Address 21

P.O. Box No. 22

MIAMI, FLORIDA
City and State 23

33169
Zip Code 24

Date Incorporated or Qualified To Do Business in Florida 06/27/1985

4. Federal Employer Identification Number (FEIN) 65-0032379

5. Date of Last Report 05/21/1987

Names and Street Addresses of Each Officer and Director as of December 31, 1987

Names of Officers and Directors	Title	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	City and State
VILLAR, GUILLERMO	D	5901 Maynada Street	Coral Gables, Florida 33146
WILSON, MILLAR	D	7315 S.W. 109 TERRACE	MIAMI, FLORIDA 33156
CARTER, THOMAS J.	D	AVE. ANDRES BELLO #1	CARACAS, VENEZUELA
PALACIOS, LUIS ESTEBAN	D	EDIFICIO ABA I Y 2 PISO	CARACAS 1011, VENEZUELA

REGISTERED AGENT INFORMATION

Name and Address of Current Registered Agent

CORPORATION COMPANY OF MIAMI
1300 EDWARD BALL BUILDING
100 CHOPIN PLAZA
MIAMI, FL 33131

8. Name and Address of New Registered Agent

Name 81

Street Address 1 (Do NOT Use P.O. Box Number) 82

Street Address 2 (Do NOT Use P.O. Box Number) 83

City and State 84 FL.

Zip Code 85

Pursuant to the provisions of Sections 607.034 and 607.037, Florida Statutes, the above-named corporation, incorporated under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by resolution duly adopted by its board of directors on

I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of Section 607.325 F.S.

SIGNATURE (Registered Agent Accepting Appointment) DATE

If a foreign corporation, date first transacted business in Florida

See signature restrictions under instructions on reverse side of this form.

I Hereby Certify That I Am An Officer or Director of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 607 F.S. I Further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effect As If Made Under Oath. Officer or Director signing must be listed in Block 6.

Signature

Date June 1, 1988

Telephone Number 377-2232

Millar Wilson President

Additional Fee required for a Certificate of Status

CR2E004 (1/88)

FILE NOW! ANNUAL REPORT DELINQUENT AFTER JULY 1ST

CORPORATION

ANNUAL REPORT

1989

FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State
DIVISION OF CORPORATIONS

Filing Fee of $35 Required — Make Checks Payable To: Secretary of State

1. Name and Address of Corporation Principal Office

ZIP + 4

M17400 6
MOUNTAIN CORPORATION
% CORPORATION COMPANY OF MIAMI
20395 N.W. 2ND AVE.
MIAMI, FL 33169-2502

If above address is incorrect in any way, enter the correct address in item 2. Include Zip Code.

2. Enter Change of Address of Corporation Principal Office. P.O. Box Number Alone is NOT Sufficient.

Street Address 21: 2199 Ponce de Leon

P.O. Box No. 22: Third Floor

City and State 23: Coral Gables, Florida

Zip Code 24: 33134

3. Date Incorporated or Qualified to Do Business in Florida: 06/27/1985

4. Federal Employer Identification Number (FEIN): 65-0032379

5. Date of Last Report: 06/17/1988

6. Names and Street Addresses of Each Officer and Director as of December 31, 1988

Title	Names of Officers and Directors	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	City and State
D	VILLAR, GUILLERMO	5901 MAYNADA ST.	CORAL GABLES, FL.
D	WILSON, MILLAR	7315 S.W. 109 TERR.	MIAMI, FL.
D	[illegible]	[illegible]	[illegible]
D	MARTUET, GUSTAVO	CALLE OTAMA #15, URB. VALLE	ARRIBA, CARACAS, VENEZUELA
D	[illegible]	[illegible]	[illegible]
D	RODRIGUEZ, ALFREDO	AVENIDA PRINCIPAL DE LOS NARANJOS, AVENIDA NUMERO 2, CON PROLONGACION NUMERO 3, LOS NARANJOS, EL CAFETAL	CARACAS, VENEZUELA

AB 5/2/89

REGISTERED AGENT INFORMATION

7. Name and Address of Current Registered Agent

CORPORATION COMPANY OF MIAMI
1500 EDWARD BALL BUILDING
100 CHOPIN PLAZA
MIAMI, FL 33131

8. Name and Address of New Registered Agent

Name 81

Street Address 1 (Do NOT Use P.O. Box Number) 82

Street Address 2 (Do NOT Use P.O. Box Number) 83

City and State 84: FL

Zip Code 8

Pursuant to the provisions of Sections 607.034 and 607.037, Florida Statutes, the above-named corporation, incorporated under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by resolution duly adopted by its board of directors on

I hereby accept the appointment of registered agent. I am familiar with, and accept the obligations of, Section 607.325 F.S.

SIGNATURE (Registered Agent Accepting Appointment) DATE

If a foreign corporation, date first transacted business in Florida

See signature restrictions under instructions on reverse side of this form.

I Certify That I Am An Officer or Director of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 607 F.S. I Further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effect As If Made Under Oath. (Officer or Director Signing must be listed in Block 6.)

Signature

Date: FEB 13, 1989

Typed Name of Signing Officer or Director: Millar Wilson

Title: President

Telephone Number: (305) 448-1331

$5 Additional Fee required for a Certificate of Status

Document Number Only M17400

COMMERCEBANK
NATIONAL ASSOCIATION

05/04/89 00118 009
DOMESTIC AMENDMENTS [illegible]
CERT/PHOTO COPY [illegible].00
AMENDMENT [illegible].00
========================
TOTAL [illegible]

Address 2199 Ponce de Leon Boulevard
Coral Gables, Florida 33134

City State Zip Phone

CORPORATION(S) NAME

( ) Profit
( ) NonProfit
( ) Amendment
( ) Merger

( ) Foreign
( ) Dissolution/Withdrawal
( ) Mark

( ) Limited Partnership
( ) Annual Report
( ) Other
( ) Reinstatement
( ) Reservation
( ) Change of R.A.

( ) Certified Copy
( ) Photo Copies
( ) CUS

( ) Call When Ready
( ) Call if Problem
( ) After 4:30
( ) Walk In
( ) Will Wait
( ) Pick Up
( ) Mail Out

Name Availability	
Document Examiner	DC
Updater	DC
Verifier	DC
Acknowledgment	DC
W P Verifier	DC

Atty
[illegible]

CR2E031 (1-89)

MOUNTAIN CORPORATION

ARTICLES OF AMENDMENT
OF
MOUNTAIN CORPORATION

Article IV of the Articles of Incorporation of Mountain Corporation, a Florida corporation, is hereby amended to read as follows:

This Corporation is authorized to issue 50,000 shares of one ($1.00) Dollar par value common stock, which shall be designated "Common Shares".

The foregoing Amendment to the Articles of Incorporation of Mountain Corporation, a Florida corporation, was approved and adopted by the Stockholders at a duly called Meeting of the Stockholders held on the 21st day of April, 1989.

IN WITNESS WHEREOF, the undersigned President and Secretary of this Corporation, pursuant to the approval and authority given by the Stockholders, has executed these Articles of Amendment, this 21st day of April, 1989.

MOUNTAIN CORPORATION

(Corporate Seal)

Millar Wilson, President and Secretary

CERTIFICATE OF APPROVAL BY STOCKHOLDERS

I, Millar Wilson, Secretary of Mountain Corporation, a Florida corporation, hereby certify, as such Secretary and under the seal of said Corporation, that the Articles of Amendment of Mountain Corporation to which this certificate is attached, was duly submitted to the Stockholders of Mountain Corporation at the Annual Meeting of said Stockholders, pursuant to the General Corporation Law of the State of Florida, called and held on April 21st, 1989, for the purpose of considering and taking action upon said Amendment to the Articles of Incorporation, that such Amendment to the Articles of Incorporation was approved by the affirmative vote of the Stockholders, which vote constituted at least a majority of the total number of shares of the outstanding capital stock of Mountain Corporation, entitled to vote thereon; and that thereby the Amendment to the Articles of Incorporation was at said meeting adopted as the act of the Stockholders of Mountain Corporation, and duly adopted act of said Corporation.

WITNESS my hand and seal of Mountain Corporation, on this 21 day of April, 1989.

Millar Wilson, Secretary

(Corporate Seal)

STATE OF FLORIDA)
) SS.:
COUNTY OF DADE)

BEFORE ME, a notary public authorized to administer oaths and take acknowledgements in the state and county set forth above, personally appeared Millar Wilson, known to me and known by me to be the person who executed the foregoing Secretary's Certificate as Secretary of Mountain Corporation, a Florida Corporation, and he acknowledged to and before me that he executed this Secretary's Certificate as Secretary, of said Corporation, and that the seal affixed to the foregoing Secretary's Certificate is the corporate seal of said Corporation.

IN WITNESS WHEREOF, I have hereunto set me hand and affixed by official seal, in the state and county aforesaid, this 21st day of April, 1999.

Marguerite Blanco
Notary Public, State of Florida at Large

My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXP. MAR. 5,1991
BONDED THRU GENERAL INS. UND.

FILE NOW! THIS ANNUAL REPORT WILL BE DELINQUENT AFTER JULY 1ST

CORPORATION ANNUAL REPORT 1990

APPROVED AND FILED

90 AUG 15 AM 9:11

Read Notice and Instructions on Other Side Before Making Entries

Filing Fee of $35 Required — Make Checks Payable To: Secretary of State

M17400 6

ZIP + 4 PRESORT

MOUNTAIN CORPORATION
% CORPORATION COMPANY OF MIAMI
2199 PONCE DE LEON
CORAL GABLES, FL 33134-5255

If above address is incorrect in any way, enter the correct address in item 2. Include Zip Code

Street Address 21

P.O. Box No. 22

City and State 23

Zip Code 24

Date Incorporated: 06/27/1985

FEI Number: 65-0032379

FEI Number Applied For
FEI Number Not Applicable

Names and Street Addresses of Each Officer and Director (Do not use any correction tape or fluid to cover over incorrect information.)

Title	Names of Officers and Directors	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	City and State
D	VILLAR, GUILLERMO	~~5901 MAYNADA ST.~~ 915 CORAL WAY	CORAL GABLES, FL.
D	WILSON, MILLAR	~~7315 S.W. 109 TERR.~~ 5950 S.W. 135 TERR.	MIAMI, FL.
D	MARTUET, GUSTAVO	CALLE OTAMA #15 URB VALL	CARACUS, VENEZUELA
D	RODRIGUEZ, ALFLREDO	AVE PRINCIPAL NARANJOS 2	CARACAS 1011, VENEZUEL
D	DOMINGUEZ, CELSO	AVE. PRINCIPAL EL PEDREGAL	CARACAS, VENEZUELA
D	BAEZ DUARTE, ALBERTO	AVE. ANDRES BELLO #1	CARACAS, VENEZUELA

REGISTERED AGENT INFORMATION

Name and Address of Current Registered Agent

CORPORATION COMPANY OF MIAMI
1500 EDWARD BALL BUILDING
100 CHOPIN PLAZA
MIAMI, FL 33131

Name and Address of New Registered Agent

Name 81

Street Address 1 (Do NOT Use P.O. Box Number) 82

Street Address 2 (Do NOT Use P.O. Box Number) 83

City and State 84 FL.

Zip Code 85

In compliance with Sections 607.0?? and 607.0??, Florida Statutes, the above-named corporation organized under the laws of the State of Florida submits this ... to change its registered office or registered agent, or both, in the State of Florida ... authorized by resolution duly adopted by its board of directors on ...

I accept the appointment of registered agent. I am familiar with and accept the obligations of Section 607.325 F.S.

(Registered Agent Accepting Appointment) DATE

I certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, F.S.

Date: AUGUST 10, 1990

MILLAR WILSON

PRESIDENT

305-460-4025

$3 Additional Fee required for a Certificate of Status

FILE NOW! CORPORATE STATUS WILL BE DELINQUENT AFTER JULY 1ST.

CORPORATION

ANNUAL REPORT

1991

FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State
DIVISION OF CORPORATIONS

FILED

FILING FEE OF $61.25 REQUIRED

DO NOT WRITE IN THIS SPACE

1 Name and Mailing Address of Corporation DOCUMENT #M17400 (6)

ZIP + 4 PRESORT

MOUNTAIN CORPORATION
% CORPORATION COMPANY OF MIAMI
2199 PONCE DE LEON
CORAL GABLES, FL 33134-5255

If above address is incorrect in any way, enter the correct address in item 2. Include Zip Code.

2 If Address in Block 1 is incorrect in any way, enter the correct address below. P.O. Box is acceptable. The NAME of the corporation can be changed only by filing an amendment.

21 Street Address

22 P.O. Box No.

23 City and State

24 Zip Code

3 Date Incorporated or Qualified To Do Business in Florida: 06/27/1985

4. FEI Number: 65-0032379

FEI Number Applied For

FEI Number Not Applicable

5 $8.75 Additional Fee Required — CERTIFICATE OF STATUS DESIRED

6 Names and Street Addresses of Each Officer and Director (Do not use any correction tape or fluid to cover over incorrect information.)

Title 1	Names of Officers and Directors 2	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers) 3	City and State 4
D/C	VILLAR, GUILLERMO	915 CORAL WAY	CORAL GABLES, FL.
D/P/S/T	WILSON, MILLAR	5950 SW 135 TERR.	MIAMI, FL.
D	~~MARTUET~~, GUSTAVO MARTURET	CALLE OTAMA #15 URB VALL	CARACAS, VENEZUELA
D	RODRIGUEZ, ALFLREDO	AVE PRINCIPAL NARANJOS 2	CARACAS 1011, VENEZUELA
D	DOMINGUEZ, CELSO	AVE PRINCIPAL EL PEDREGAL	CARACAS, VENEZUELA
D	BAEZ DUARTE, ALBERTO	~~AVE ANDRES BELLO #1~~ Calle Del Rio	CARACAS, VENEZUELA

REGISTERED AGENT INFORMATION

7 Name and Address of Current Registered Agent

CORPORATION COMPANY OF MIAMI
1500 EDWARD BALL BUILDING
100 CHOPIN PLAZA
MIAMI, FL 33131

8 Name and Address of New Registered Agent

81 Name

82 Street Address 1 (Do NOT Use P.O. Box Number)

83 Street Address 2 (Do NOT Use P.O. Box Number)

84 City FL. 85 Zip Code

9 Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors.

I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of Section 607.0505, Florida Statutes.

SIGNATURE ______________________ DATE ________
(Registered Agent Accepting Appointment)

10 I certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath. I further certify that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes, and that my name appears in Block 6 or on an attachment with an address.

SIGNATURE [signature] DATE March 25, 1991

MILLAR WILSON PRESIDENT (305 460-4025

FILING FEE OF $61.25 REQUIRED—Make Checks Payable To: Secretary of State $8.75 Additional Fee required for a Certificate of Status

FILE NOW! CORPORATE STATUS WILL BE DELINQUENT AFTER JULY 1ST.

CORPORATION

ANNUAL REPORT

1992

FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State
DIVISION OF CORPORATIONS

APPROVED
SEC. OF STATE
CORPORATIONS DIV
TALLAHASSEE, FLA.
FILED

APR24'92

DO NOT WRITE IN THIS SPACE

FILING FEE $61.25 Make Payable To: *Secretary of State*

1. Mailing Address of Corporation DOCUMENT # M17400 (6)

MOUNTAIN CORPORATION
% CORPORATION COMPANY OF MIAMI
2199 PONCE DE LEON
CORAL GABLES FL 33134-5255

If address in Block 1 is incorrect in any way, line through the incorrect information and enter correct address in Block 2

2. If Address in Block 1 is incorrect in any way, line through the incorrect information and enter the correct address below. P.O. Box is acceptable. The NAME of the corporation can be changed only by filing an amendment.

21 Mailing Address

22 P.O. Box No.

23 City and State | 24 Zip Code

3. Date Incorporated or Qualified To Do Business in Florida 08/27/1985

04/02/1991 | 65-0032379 | FEI Number Applied For | FEI Number Not Applicable | CERTIFICATE OF STATUS DESIRED [ ]

6. Names and Street Addresses of Each Officer and Director (Do not use any correction tape or fluid to cover over incorrect information.)

Title 1	Names of Officers and Directors 2	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers) 3	City and State 4
C/D	VILLAR, GUILLERMO	915 CORAL WAY	CORAL GABLES, FL.
P/S/T	WILSON, MILLAR	5950 SW 135 TERR.	MIAMI, FL.
D	MARTURET, GUSTAVO	CALLE OTAMA #15 URB VALL	CARACAS, VENEZUELA
D	RODRIGUEZ, ALFLREDO	AVE PRINCIPAL NARANJOS 2	CARACAS 1011, VENEZUEL
D	DOMINGUEZ, CELSO	AVE PRINCIPAL EL PEDREGA	CARACAS, VENEZUELA
D	BAEZ DUARTE, ALBERTO	CALLE DEL RIO See attached	CARACAS, VENEZUELA

REGISTERED AGENT INFORMATION

7. Name and Address of Current Registered Agent

CORPORATION COMPANY OF MIAMI
1500 EDWARD BALL BUILDING
100 CHOPIN PLAZA
MIAMI, FL 33131

8. Name and Address of New Registered Agent

81 Name

82 Street Address 1 (Do NOT Use P.O. Box Number)

83 Street Address 2 (Do NOT Use P.O. Box Number)

84 City FL. | 85 Zip Code

9. ... of Sections 607.0502 and 607.1508 or Sections 617.0502 and 617.1508, Florida Statutes, the above named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. ... the appointment as registered agent. I am familiar with and accept the obligations of Section 607.0505, Florida Statutes.

(Registered Agent Accepting Appointment) DATE

10. ... corporation has liability for intangible tax under S. 199.032, Florida Statutes. X No (See other side for information on intangible ...)

11. ... shall have the same legal effect ... this report as required by Chapter ...

MILLAR WILSON, PRESIDENT

SIGNATURE 4/1/92

MAGDALENA MATA MANAGER ADMINISTRATION DIVISION 305 460-8000

Mountain Corporation - Document No. M17400 (6)
FEI # 65-0032379

Please add:

7. D Cobo, Juan 16530 SW 104 Ave. Miami, FL

MOUNTAIN SERVICES CORPORATION

M17400

600000395306
-04/28/93--01178--006
*****70.00 *****35.00

April 22, 1993

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Amendment - Name Change

Dear Sir/Madam:

Enclosed for filing with your office are the following:

1. Mountain Corporation

   a. Articles of Amendment to change the corporation's name to Commercebank Holding Corporation.

   b. Letter of approval to use a name containing the word "Bank" from the Division of Banking.

2. Mountain Services Corporation

   a. Articles of Amendment to change the corporation's name to Mercantil Services Corporation.

3. Check in the amount of $70.00 to cover the two filing fees.

We have also included photocopies of the Articles of Amendment and will appreciate receiving a stamped receipt copy to the undersigned's attention at:

2199 Ponce de Leon Blvd.
Coral Gables, Florida 33134.

Thank you.

Sincerely,

Amy Jorgenson
Legal Services

NAME CHANGE

DC
4/30/93

FILED
93 APR 28 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

GERALD LEWIS
COMPTROLLER OF FLORIDA

OFFICE OF COMPTROLLER

DEPARTMENT OF BANKING AND FINANCE

STATE OF FLORIDA

TALLAHASSEE
32399-0350

March 30, 1993

Amy Jorgenson
Legal Services
Mountain Corporation
Post Office Box 3436
Miami, FL 33245-3436

Dear Ms. Jorgenson:

Re: "Commercebank Holding Corporation"

Thank you for your letter dated March 23, 1993, concerning the use of the above-mentioned corporate name by a group who will serve as a one bank holding company.

As Section 658.74(2)(a), Florida Statutes, exempts a holding company or its subsidiaries from the prohibition against using the word "bank" in its corporate name, the Division of Banking will not object to your use of the referenced name.

Sincerely,

Terence M. Straub

Terence M. Straub
Director
Division of Banking
Suite 1401, The Capitol
Tallahassee, FL 32399-0350
(904) 488-1111

TMS:kr

cc: Karon Beyer, Chief
Bureau of Corporate Records
Secretary of State's Office

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

MOUNTAIN CORPORATION

FILED
93 APR 28 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statues, this corporation adopts the following Articles of Amendment to its Articles of Incorporation:

Article I is hereby amended to read as follows:

"The name of this Corporation is
Commercebank Holding Corporation."

The foregoing amendment was approved and adopted by the sole stockholder at a duly called meeting held on the 19th of March, 1993.

IN WITNESS WHEREOF, the undersigned Chairman of this corporation, pursuant to the approval and authority given by the stockholders and directors, has executed these Articles of Amendment, this 19th day of March, 1993.

(Corporate Seal)

Guillermo Villar
Chairman

File Now. Filing Fee after May 1 is $225.00

CORPORATION ANNUAL REPORT 1993

FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State
DIVISION OF CORPORATIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

93 JUN -9 AM 8:34

1. Name and Mailing Address of Corporation DOCUMENT # M17400 (6)

MOUNTAIN CORPORATION
% CORPORATION COMPANY OF MIAMI
2199 PONCE DE LEON BLVD
CORAL GABLES FL 33134-5255

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified: 06/27/1985
3a. Date of Last Report: 04/24/1992
4. FEI Number: 650032379

FILING FEE $200.00 — ANNUAL REPORT $61.25 + $138.75 CORPORATION SUPPLEMENTAL FEE
MAKE CHECK PAYABLE TO DEPARTMENT OF STATE

2. Mailing Address	2a. Principal Place of Business
21	26
22 Suite, Apt. #, etc.	27 Suite, Apt. #, etc.
23 City & State	28 City & State
24 Zip / 25 Country	29 Zip / 30 Country

5. Certificate of Status Desired — $8.75
6. Election Campaign Financing Trust Fund Contribution — $5.00 May be Added to Fee
7. Nonprofit with IRS 501(c)(3) Tax Exempt Status — $138.75 Supplemental Fee Not Required
8. This corporation has ... Florida Statutes

9. Name and Address of Current Registered Agent

CORPORATION COMPANY OF MIAMI
1500 EDWARD BALL BUILDING
100 CHOPIN PLAZA
MIAMI FL 33131

10. Name and Address of New Registered Agent

81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
S00000634 FL
83
****200.00 ****
84 City — FL — 85 Zip Code — 86 Country

11. Pursuant to the provisions of Sections 607.0502 and 607.1508 or Sections 617.0502 and 617.1508, Florida Statutes, the above named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of Section 607.0505, Florida Statutes.

SIGNATURE — DATE

12. OFFICERS AND DIRECTORS	13. OFFICERS AND DIRECTORS CHANGES
C/D VILLAR, GUILLERMO 915 CORAL WAY CORAL GABLES FL	2200 RIVIERA DRIVE CORAL GABLES, FL 33146
P/S/T WILSON, MILLAR 5950 SW 135 TERR. MIAMI FL ✓	
D MANTURET, GUSTAVO CALLE OTAMA #15 URB VALL CARACAS, VENEZUELA ✓	
D RODRIGUEZ, ALFLREDO AVE PRINCIPAL NARANJOS 2 CARACAS 1011, VENEZUEL ✓	
D DOMINGUEZ, CELSO AVE PRINCIPAL EL PEDREGA CARACAS, VENEZUELA ✓	
D BAEZ DUARTE, ALBERTO CALLE DEL RIO CARACAS, VENEZUELA ✓	

mh 6.9.93 Remitted in-line

14.

SIGNATURE

MILLAR WILSON, PRESIDENT

MAGDALENA MATA — MANAGER ADMINISTRATION DIVISION — 305 460-8600

FILE NOW: FILING FEE AFTER MAY 1 IS $225.00

APPROVED AND FILED

94 APR 14 AM 9:05

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION ANNUAL REPORT 1994

FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State
DIVISION OF CORPORATIONS

1. Corporation Name: COMMERCEBANK HOLDING CORPORATION

DOCUMENT # M17400 (6)

Mailing Address:
% CORPORATION COMPANY OF MIAMI
2190 PONCE DE LEON
CORAL GABLES FL 33134

Principal Place of Business:
% CORPORATION COMPANY OF MIAMI
2190 PONCE DE LEON
CORAL GABLES FL 33134

DO NOT WRITE IN THIS SPACE

If above addresses are incorrect in any way, line through incorrect information and enter correction below.

2. Mailing Address 21	2a. Principal Place of Business 26
Suite, Apt. #, etc. 22	Suite, Apt. #, etc. 27
City & State 23	City & State 28
Zip 24 / Country 25	Zip 29 / Country 30

3. Date Incorporated or Qualified: 06/27/1985

3a. Date of Last Report: 06/09/1993

4. FEI Number: 65-0032379 ☐ Applied For ☐ Not Applicable

5. Certificate of Status Desired: $8.75 ☐

6. Election Campaign Financing Trust Fund Contribution ☐ $5.00 May Be Added to Fees

7. Nonprofit Exempt from $138.75 Supplemental Fee ☐

8. This corporation has liability for intangible tax under S. 199.032, Florida Statutes ☐ Yes ☐ No

9. Name and Address of Current Registered Agent

CORPORATION COMPANY OF MIAMI
1500 EDWARD BALL BUILDING
100 CHOPIN PLAZA
MIAMI FL 33131

10. Name and Address of New Registered Agent

81 Name

82 Street Address (P.O. Box Number is Not Acceptable)

83

84 City FL 85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508 or Sections 617.0502 and 617.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505 or 617.0503, Florida Statutes.

SIGNATURE ______ DATE ______

12. OFFICERS AND DIRECTORS

12. OFFICERS AND DIRECTORS	13. CHANGES TO OFFICERS AND DIRECTORS IN 12
C/D VILLAR, GUILLERMO 6200 RIVIERA DRIVE CORAL GABLES FL	1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY-ST-ZIP
P/S/T WILSON, MILLAR 5860 SW 135 TERR. MIAMI FL	2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY-ST-ZIP
D MARTURET, GUSTAVO CALLE OTAMA #15 URB VALL CARACAS, VENEZUELA	3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY-ST-ZIP
D RODRIGUEZ, ALFREDO AVE PRINCIPAL NARANJOS 2 CARACAS 1011, VENEZUEL	4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY-ST-ZIP
D DOMINGUEZ, CELSO AVE PRINCIPAL EL PEDREGA CARACAS, VENEZUELA	5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY-ST-ZIP
D BAEZ DUARTE, ALBERTO CALLE DEL RIO CARACAS, VENEZUELA	6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY-ST-ZIP

14. I hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I release the ... from any liability of non compliance with Section 119.07(3)(k) in the event that the information supplied is deemed exempt from public access. I further certify ... indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; ... all statutes concerning intangible property imposed by Chapter 717, Florida Statutes; that I am an officer or director of the corporation or the receiver or trustee ...

SIGNATURE: ______ TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Director 3/26/94 (305)-460-4025

M17400

COMMERCEBANK HOLDING CORP.

August 11, 1994

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Floirda 32314

000001254190
-08/17/94--01051--0
*****35.00 *****

Re: Commercebank Holding Corporation
Articles of Amendment

Dear Sir/Madam:

Enclosed for filing with your office is an original and one copy of an amendment to the Articles of Incorporation of the subject company.

Also enclosed is a check in the amount of $35.00 to cover the filing fee.

Please return a stamped receipt copy to the undersigned at the following address:

2199 Ponce de Leon Blvd.
Coral Gables, Florida 33134

Thank you.

Sincerely,

Amy Jorgenson
Legal Assistant

FILED
94 AUG 16 PM 3:56
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Amend
8-23

FILED
94 AUG 16 PM 3:56
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF AMENDMENT

OF

COMMERCEBANK HOLDING CORPORATION

Article IV of the Articles of Incorporation of Commercebank Holding Corporation, a Florida corporation, is hereby amended to read as follows:

"This Corporation is authorized to issue 100,000 shares of One Dollar ($1.00) par value common stock."

The foregoing Amendment to the Articles of Incorporation of Commercebank Holding Corporation, a Florida corporation, was approved and adopted by the Board of Directors of the corporation at a meeting held on June 24, 1994, and by the sole shareholder of the corporation, effective June 24, 1994, pursuant to a Written Consent.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation, pursuant to the approval and authority given by the directors and the stockholder, has executed these Articles of Amendment, this 24th day of June, 1994.

COMMERCEBANK HOLDING CORPORATION

(corporate seal)

Millar Wilson, President and Secretary

FILE NOW: FILING FEE AFTER MAY 1 IS $225.00

CORPORATION ANNUAL REPORT 1995

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 21 AM 8:30

DOCUMENT # M17400 (6)

1. Corporation Name
COMMERCEBANK HOLDING CORPORATION

Principal Place of Business	Mailing Address
% CORPORATION COMPANY OF MIAMI 2199 PONCE DE LEON CORAL GABLES FL 33134	% CORPORATION COMPANY OF MIAMI 2199 PONCE DE LEON CORAL GABLES FL 33134

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified: 06/27/1985
3a. Date of Last Report: 04/14/1994
4. FEI Number: 65-0032379 — Applied For / Not Applicable
5. Certificate of Status Desired ☐ $8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution ☐ $5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under S. 199.032 Florida Statutes ☐ Yes ☐ No

2. Principal Place of Business (21) / Suite, Apt. #, etc. (22) / City & State (23) / Zip (24) / Country (25)
2a. Mailing Address (26) / Suite, Apt. #, etc. (27) / City & State (28) / Zip (29) / Country (30)

9. Name and Address of Current Registered Agent

CORPORATION COMPANY OF MIAMI
1500 EDWARD BALL BUILDING
100 CHOPIN PLAZA
MIAMI FL 33131

10. Name and Address of New Registered Agent
81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City FL 85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent and accept the obligations of Section 607.0505, Florida Statutes.

12. OFFICERS AND DIRECTORS	13.	ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS
CD VILLAR, GUILLERMO 8200 RIVIERA DRIVE CORAL GABLES FL	1 TITLE 1 NAME 1 STREET ADDRESS 1 CITY-ST-ZIP	☐ Change X Delete Juan Cobo 16530 SW 104 Ave Miami, FL 33157-3017
PST WILSON, MILLAR 5950 SW 135 TERR. MIAMI FL	2 TITLE 2 NAME 2 STREET ADDRESS 2 CITY-ST-ZIP	☐ Change ☐ Addition
D MARTURET, GUSTAVO CALLE OTAMA #15 URB VALL CARACAS, VENEZUELA	3 TITLE 3 NAME 3 STREET ADDRESS 3 CITY-ST-ZIP	☐ Change ☐ Addition
D RODRIGUEZ, ALFUREDO AVE PRINCIPAL NARANJOS 2 CARACAS 1011, VENEZUEL	4 TITLE 4 NAME 4 STREET ADDRESS 4 CITY-ST-ZIP	☐ Change ☐ Addition
D DOMINGUEZ, CELSO AVE PRINCIPAL EL PEDREGA CARACAS, VENEZUELA	5 TITLE 5 NAME 5 STREET ADDRESS 5 CITY-ST-ZIP	X Change ☐ Addition D SINTES, GUSTAVO AVE ANDRES BELLO CARACAS, VENEZUELA
D BAEZ DUARTE, ALBERTO CALLE DEL RIO CARACAS, VENEZUELA	6 TITLE 6 NAME 6 STREET ADDRESS 6 CITY-ST-ZIP	X Change ☐ Addition D LEIROS, ARMANDO AVE ANDRES BELLO CARACAS, VENEZUELA

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. [remainder of certification text illegible]

SIGNATURE: M. Wilson Feb 6, 1995 (305)-460-4025