

P00000021809



Inter-Office  
Communication

Comptroller of Florida  
Division of Banking

DATE: March 2, 2000

TO: Karon Beyer, Department of State  
Division of Corporations - Bureau of Commercial Recording

FROM: *JAP* John A. Pullen, Licensing and Chartering

SUBJECT: Beach Bank (Proposed New Bank)

Please file the attached "Articles of Incorporation" (original and 5 copies) for the above-referenced proposed new bank using today's date, as the effective date.

Please make the following distribution of certified copies:

- (1) One copy to: Division of Banking  
101 East Gaines Street  
Suite 636  
Tallahassee, Florida 32399-0350
- (2) One copy to: Federal Deposit Insurance Corporation  
Suite 1600, One Atlantic Center  
1201 West Peachtree Street, Northeast  
Atlanta, Georgia 30309-3449
- (3) Three copies to: John E. Tober, Esquire  
Zack Kosnitzky P.A.  
100 Southeast 2<sup>nd</sup> Street  
Suite 2800  
Miami, Florida 33131-2144

300003154713--3  
-03/02/00--01045--009  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Also attached is a \$78.75 check which represents payment of the applicable fees. If there is an underpayment, please contact Mr. Tober at (305) 539-8400. If there is an overpayment, please issue a refund to Zack Kosnitzky P.A.

If you have any questions, please call me at 410-9527.

Attachment

cc: Federal Deposit Insurance Corporation, Atlanta, Georgia  
Bureau of Financial Institutions - District II

FILED  
00 MAR -2 PM 1:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION OF  
BEACH BANK**

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**FILED**  
00 MAR -2 PM 1:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as director(s) for the purpose of forming a corporation under and by virtue of the Laws of the State of Florida, adopt(s) the following Articles of Incorporation.

**ARTICLE I**

The name of the corporation shall be Beach Bank and its initial place of business shall be at 555 Arthur Godfrey Road, in the City of Miami Beach, in the County of Dade and State of Florida.

**ARTICLE II**

The general nature of the business to be transacted by this corporation shall be: That of a general commercial banking business with all the rights, powers, and privileges granted and conferred by the Florida Financial Institutions codes, regulating the organization, powers, and management of banking corporations.

**ARTICLE III**

The total number of shares authorized to be issued by the corporation shall be 10,000,000. Such shares shall be a single class and shall have a par value of \$1.00 per share. The corporation shall begin business with at least \$3.75 million in paid-in common capital stock to be divided into 3,750,000 shares. The amount of surplus with which the corporation will begin business will be not less than \$1.455 million and the amount of undivided profits, not less than \$2 million all of which (capital stock, surplus, and undivided profits) shall be paid in cash.

**ARTICLE IV**

The terms for which said corporation shall exist shall be perpetual unless terminated pursuant to the Florida Financial Institutions Codes.

**ARTICLE V**

The number of directors shall not be fewer than (5).

The names and street addresses of the first directors of the corporation are:

NAME	STREET ADDRESS
Richard A. Berkowitz	19910 N.E. 19th Court N. Miami Beach, Florida 33179
Michael T. Fay	4900 S.W. 74 Terrace Miami, Florida 33143
Burton B. Goldstein	9930 Collins Avenue, Apt. 9 Bal Harbor, Florida 33154
Fred D. Hirt	220 West San Marino Drive Miami Beach, Florida 33139
Michael Kosnitzky	450 West Di Lido Drive Miami Beach, Florida 33139
Scott F. Rosenberg	1020 N.E. 202 Terrace Miami, Florida 33179
Geroge H. Scholl, Jr.	334 Atlantic Isle Sunny Isles Beach, Florida 33160
James G. Schwade, M.D.	10 Edgewater Drive, Apt. 15A Miami, Florida 33133
Thomas McCarter	2925 Seminole Drive Miami, Florida 33133
Stephen N. Zack	11 East Dilido Drive Miami Beach, Florida 33139


In witness of the foregoing, the undersigned directors have executed these Articles of  
Incorporation this 8<sup>th</sup> day of February, A.D. 2000.

NAME

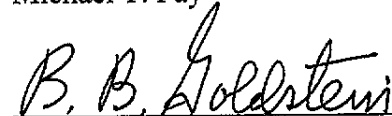
STREET ADDRESS

  
Richard A. Berkowitz

19910 N.E. Court  
N.Miami Beach, Florida 33179

  
Michael T. Fay

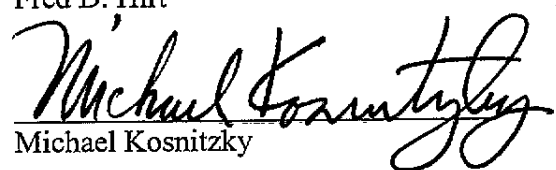
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Miami, Florida 33143

  
Burton B. Goldstein

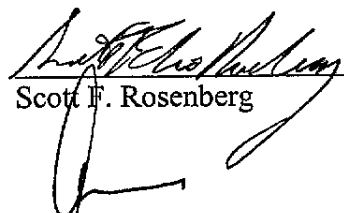
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Bal Harbor, Florida 33154

  
Fred D. Hirt

220 West San Marino Drive  
Miami Beach, Florida 33139

  
Michael Kosnitzky

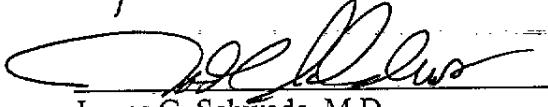
450 West Di Lido Drive  
Miami Beach, Florida 33139

  
Scott F. Rosenberg

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Miami, Florida 33179

  
George H. Scholl, Jr.

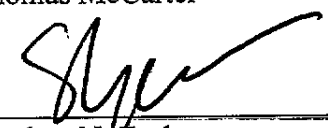
334 Atlantic Isle  
Sunny Isles Beach, Florida 33160

  
James G. Schwade, M.D.

10 Edgewater Drive, Apt. 15A  
Miami, Florida 33133

  
Thomas McCarter

2925 Seminole Street  
Miami, Florida 33133

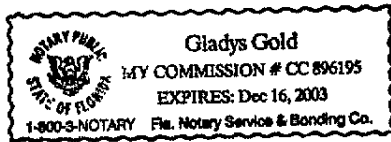
  
Stephen N. Zack

11 East Dilido Drive  
Miami Beach, Florida 33139

STATE OF FLORIDA )  
RECEIVED ) SS:  
COMPTROLLER'S OFFICE )  
COUNTY OF DADE )  
2000 FEB 28 AM 11:01

The foregoing instrument was acknowledged before me this 8th day of February, 2000, by the above list of directors, who each have produced their drivers licences as identification and who did/did not take an oath.

(SEAL)



Gladys Gold  
Notary Public - State of Florida at Large  
My Commission Expires: 12-16-03

FILED  
COMM - 2 PM 1:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Approved by the Department of Banking and Finance this 1st day of March, 2000.

Tallahassee, Florida

Robert F. Milligan  
Comptroller of the State of Florida  
and Head of the Department of Banking and Finance