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Inter-Office
Communication

Robert F. Milligan
Comptroller of Florida

DATE: August 3, 2001

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

FROM: Bruce Ricca, Licensing and Chartering

SUBJECT: PLUS INTERNATIONAL BANK
Miami, Miami-Dade County
(Approved New Bank)

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Please file the attached Articles of Incorporation for the above referenced bank, using **TODAY'S DATE**, as the effective date.

Please make the following distribution of certified copies:

- (1) One copy to: Bruce Ricca
Division of Banking (Licensing and Chartering)
101 East Gaines Street, Suite 636
Tallahassee, FL 32399-0350
- (2) Two copies to: Juan F. Alban, Esq.
WEISENFELD & ASSOCIATES, P.A.
550 Biltmore Way, Suite 1120
Coral Gables, FL 33134
- Uncertified copy to: Federal Deposit Insurance Corporation
One Atlantic Center, Suite 1600
1201 West Peachtree Street, N.E.
Atlanta, GA 30309-3449

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The attached is a check which represents payment of the filing fees, charter tax and certified copies. If you have any questions, please call me at 410-9528

**ARTICLES OF INCORPORATION
OF
PLUS INTERNATIONAL BANK**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator for the purpose of forming a corporation under and by virtue of the laws of the State of Florida, adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be PLUS INTERNATIONAL BANK and its initial place of business shall be at 1000 Brickell Avenue, Suite 1100, in the City of Miami, in the County of Miami-Dade, State of Florida.

ARTICLE II

The general nature of the business to be transacted by the 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 Code, regulating the organization, powers and management of banking corporations.

ARTICLE III

The total number of shares initially authorized to be issued by the corporation shall be Seven Million Five Hundred Thousand (7,500,000) shares of common stock. Such shares shall be of a single class and shall have a par value of Two Dollars (\$2.00) per share. The corporation shall begin business with at least Ten Million Dollars (\$10,000,000.00) in capital accounts, produced by the issuance of at least Five Million (5,000,000.00) shares at a par value of Two Dollars (\$2.00) per share. The corporation shall begin business with paid-in-capital of at least Five Million Dollars (\$5,000,000.00), paid-in-surplus of at least Four Million Three Hundred Thousand Dollars (\$4,300,000.00), and undivided profits of at least Two Hundred Fifty Three Thousand Three Hundred Fifty Eight Dollars (\$253,358.00), all of which shall be paid in cash.

ARTICLE IV

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

ARTICLE V

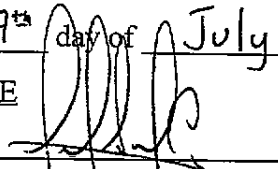
The number of directors shall not be fewer than five (5). The initial number of directors shall be eight (8). The names and street addresses of the initial directors of the corporation are:

Articles of Incorporation
Plus International Bank

<u>NAME</u>	<u>STREET ADDRESS</u>
Deborah Bailliet-Jacobson	1 SE 1st Road, Suite 100 Miami, Florida 33129
Enrique Cabanilla	4117 Alhambra Circle Coral Gables, FL 33146
Barry Deutsch	1900 West Commercial Blvd, Suite 100 Fort Lauderdale, FL 33309
Patrick Fournié	2400 E. Commercial Boulevard, Suite 440 Ft. Lauderdale, Florida 33308-4030
Jaime Medina	1221 Brickell Avenue, Suite 938 Miami, Florida 33131
Roberto Parsifal Barroso	8295 Via Serena Boca Raton, Florida 33433
Manuel Sacal	7000 Island Boulevard, Unit 1102 Aventura, Florida 33160
Ira Weindruch	3400 South Ocean Blvd., 8L Highland Beach, Florida 33487

A majority of the full board of directors may, at any time during the years following the annual meeting of shareholders, increase the number of directors by not more than two and appoint persons to fill resulting vacancies.

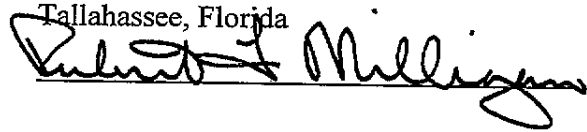
In witness of the foregoing, the undersigned incorporator has executed these Articles of Incorporation this 27th day of July, A.D. 2001.

<u>NAME</u>	<u>ADDRESS</u>
 Manuel Sacal	7000 Island Boulevard, Unit 1102 Aventura, Florida 33160

Articles of Incorporation
Plus International Bank

Approved by the Department of Banking and Finance, this 3rd day of August, 2001.

Tallahassee, Florida

A handwritten signature in black ink, appearing to read "Robert L. Milligan", is written over a horizontal line.

Comptroller of the State of Florida and
Head of the Department of Banking and Finance

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