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Inter-Office  
Communication

Comptroller of Florida  
Division of Banking

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-09/11/01--01039--002  
\*\*\*\*\*61.25 \*\*\*\*\*61.25

DATE: September 10, 2001

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

FROM: Bruce Ricca, Licensing and Chartering

SUBJ: **INTERCONTINENTAL BANK**  
West Miami, Miami-Dade County  
(Approved New Bank)

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 & Chartering)  
101 East Gaines Street, Suite 636  
Tallahassee, FL 32399-0350
- (2) Two copies to: Mr. Amadeo Lopez-Castro, III  
Matinez-Esteve and Lopez-Castro  
901 Ponce de Leon Boulevard, Suite 304  
Coral Gables, Florida 33134
- Uncertified Copy to: Mr. Russ Marshall  
Federal Deposit Insurance Corporation  
One Atlantic Center, Suite 1600  
1201 West Peachtree Street, N.E.  
Atlanta, Georgia 30309-3449

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
01 SEP 10 PM 12:08

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

BR.articles

ARTICLES OF INCORPORATION OF  
INTERCONTINENTAL BANK

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
01 SEP 10 PM 12:08

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

ARTICLE I

The name of the corporation shall be Intercontinental Bank and its initial place of business shall be at 5722 S.W. 8th Street, in the City of West Miami, in the County of Miami-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 500,000. Such shares shall be of a single class and shall have a par value of \$10.00 per share. The corporation shall begin business with at least \$3,150,000.00 in paid-in common capital stock to be divided into 315,000 shares. The amount of surplus with which the corporation will begin business will be not less than \$1,500,000.00 and the amount of undivided profits, not less than \$1,352,673.00 all of which (capital stock, surplus, and undivided profits) shall be paid in cash.

Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the subscription price offered to the general public, a pro rata portion of any stock of any class that the corporation may issue or sell.

ARTICLE IV

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

ARTICLE V


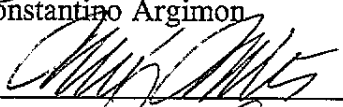

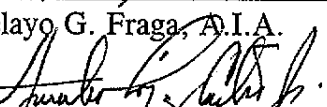
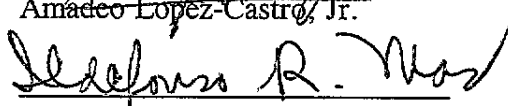
The number of directors shall not be fewer than five(5).

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

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

NAME	STREET ADDRESS
Constantino Argimon	1220 Palermo Avenue Coral Gables, Florida 33134
Raul Benitez	7423 Vistalmar Coral Gables, Florida 33143
Pelayo G. Fraga, A.I.A.	5631 S.W. 94th Place Miami, Florida 33173
Amadeo Lopez-Castro, Jr.	608 Valencia Avenue Coral Gables, Florida 33134
Ildefonso Mas, M.D.	6421 S.W. 72nd Court Miami, Florida 33143

In witness of the foregoing, the undersigned director(s) have executed these Articles of Incorporation this 28 day of August, A.D. 2001.

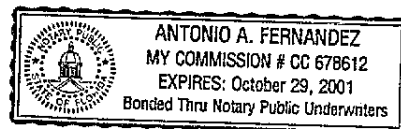
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STATE OF FLORIDA                    )  
  )SS  
COUNTY OF MIAMI-DADE    )

The foregoing instrument was acknowledged before me this 28<sup>th</sup> day of AUGUST,  
2001, by Constantino Argimon, Raul Benitez, Pelayo G. Fraga, A.I.A., Amadeo  
Lopez-Castro, Jr., and Ildefonso Mas, M.D., who are personally known to me or who  
have produced PERSONALLY KNOWN

\_\_\_\_\_ as identification and who did/did not take  
an oath.

(SEAL)  
Antonio A. Fernandez  
Notary Public - State of Florida at Large  
My Commission Expires:



Approved by the Department of Banking and Finance this 6<sup>TH</sup> day of SEPT, 2001.

Tallahassee, Florida

Robert F. Milligan

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