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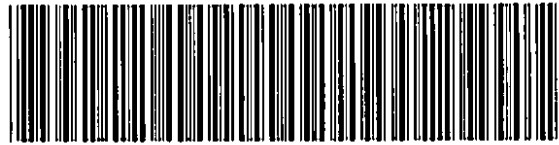
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Commissioner Russell C. Weigel, III

July 20, 2021

VIA INTEROFFICE MAIL

Ms. Diane Cushing  
Administrator  
Amendment Section  
Florida Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314-6327

Dear Ms. Cushing:

Please file the enclosed Amendment to the Articles of Incorporation for U.S. Century Bank, Doral, Florida, at your earliest convenience. The distribution of the certified copies should be as follows:

Two (2) Copies to: Jalal "Jay" Shehadeh, Esq.  
Senior Vice President and General Counsel  
U.S. Century Bank  
2301 Northwest 87<sup>th</sup> Avenue  
Doral, Florida 33172

Enclosed is check No. 1505, totaling \$ 61.25, payable to the Department of Corporations. The check represents payment for the filing fee and two certified copy for the attached Amendment to the Articles of Incorporation. If you have any questions, please do not hesitate to contact Kim McGill at [Kim.McGill@flofr.gov](mailto:Kim.McGill@flofr.gov) or at 850-410-9524.

Sincerely,

Ms. Terry L. Hughes  
Bureau Chief  
Bureau of Bank Regulation

**ARTICLES OF AMENDMENT  
TO  
AMENDED AND RESTATED ARTICLES OF INCORPORATION  
OF U.S. CENTURY BANK**

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*Pursuant to Sections 607.1003 and 607.1006 of the  
Business Corporation Act of the State of Florida  
and  
Section 658.23 of the Florida Financial Institutions Code*

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U.S. Century Bank (the "Corporation"), a commercial bank organized and existing under the Florida Financial Institutions Code (the "Florida Code"), does hereby certify that, pursuant to the authority conferred upon its Board of Directors (the "Board") by the Corporation's Amended and Restated Articles of Incorporation, as amended (the "Articles of Incorporation"), and Sections 658.23 and 607.1003 of the Florida Business Corporation Act (the "BCA" and together with the Florida Code, the "Florida Statutes"):

1. The Corporation's original Articles of Incorporation were filed with the Secretary of State of the State of Florida (the "Florida Department of State") on August 1, 2002. The Corporation filed amendments to the Articles of Incorporation with the Florida Department of State on May 15, 2006, July 7, 2009, August 6, 2009, March 12, 2015, June 29, 2016, May 2, 2018, July 17, 2018, February 11, 2021 and June 16, 2021.

2. The Board, at a meeting duly held, in accordance with Sections 658.23 and 607.1003 of the Florida Statutes, adopted the resolutions set forth below proposing and declaring advisable the following Amendment to the Articles of Incorporation (the "Amendment"):

**RESOLVED FURTHER**, that the first paragraph of Article III of the Articles of Incorporation be deleted in its entirety and replaced with the following:

The aggregate number of shares of all classes of capital stock which the Corporation shall have authority to issue is 68,600,000, consisting of (i) 53,000,000 shares of common stock, par value \$1.00 per share (the "Common Stock"), and (ii) 15,600,000 shares of preferred stock, par value \$1.00 per share, except as set forth below or any articles of amendment of any class or series of preferred stock (the "Preferred Stock").

**RESOLVED FURTHER**, that the first paragraph under Subsection A of Article III of the Articles of Incorporation be deleted in its entirety and replaced with the following:

The Common Stock shall consist of two classes of stock: (i) 45,000,000 shares of Class A Voting Common Stock, par value \$1.00 per share (the "Voting Common Stock") and (ii) 8,000,000 shares of Class B Non-Voting Common Stock, par value \$1.00 per share (the "Non-Voting Common Stock").

3. Thereafter, the holders of Class A Voting Common Stock of the Corporation at a duly called and convened meeting of the shareholders of the Corporation held on July 13, 2021 and at which a

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quorum was present throughout approved the Amendment with the number of votes cast being sufficient for such approval in accordance with the provisions of Section 607.1003(3) of the Florida Statutes.

4. The Amendment was duly adopted in accordance with the applicable provisions of Sections 658.23, 607.1003 and 607.1006 of the Florida Statutes.

5. These Articles of Amendment shall become effective at 12:01 a.m. on the date these Articles of Amendment are filed with the Florida Department of State.

*[Remainder of page left blank intentionally]*

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IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to the Articles of Incorporation to be signed by its duly authorized officer this 13<sup>th</sup> day of July, 2021.

U.S. CENTURY BANK

By: \_\_\_\_\_

Jamal "Jay" Shehadeh  
SVP, General Counsel and Secretary  
of the Board of Directors

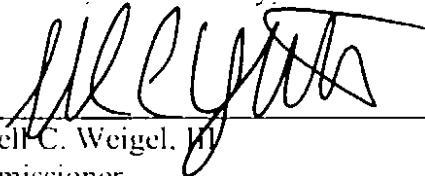
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APPROVED by the Office of Financial Regulation this 20<sup>th</sup> day of  
July, 2021.

Tallahassee, Leon County, Florida

  
\_\_\_\_\_  
Russell C. Weigel, III  
Commissioner  
Office of Financial Regulation

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