

PD5000030147

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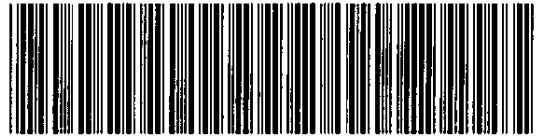
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
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12-2-09

**INTEROFFICE
COMMUNICATION**



**OFFICE OF FINANCIAL
REGULATION**

DATE: December 1, 2009

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

FROM: Bruce Ricca, Licensing and Chartering

SUBJ: BBU Bank
Coral Gables, Miami-Dade County, Florida
(Increase in number of authorized shares of stock)

Please file the attached Articles of Amendment to Articles of Incorporation for the above-referenced institution, using the filing date as the effective time.

- (1) One copy to: Bruce Ricca
Office of Financial Regulation
Licensing & Chartering
200 East Gaines Street
Tallahassee, FL 32399-0371
- (2) Two copies to: Mr. Rafael F. Saldana
President & CEO
BBU Bank
150 Alhambra Circle, Suite 100
Coral Gables, Florida 33134
- (3) One copy to: Mr. Russ Marshall
(Uncertified) Federal Deposit Insurance Corporation
10 Tenth Street, N. E.
Suite 800
Atlanta, Georgia 30309-3906

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF BBU BANK**
(Document Number P05000030147)

Pursuant to the Florida Business Corporation Act (the "Act"), **BBU BANK**, a Florida banking corporation (the "Corporation"), hereby adopts the following Articles of Amendment to its Articles of Incorporation:

Text of Amendment.

Article III of the Articles of Incorporation of the Corporation is hereby amended to read in its entirety as follows:

ARTICLE III

The total number of shares authorized to be issued by the corporation shall be 4,000,000. Such shares shall be of a single class of common stock and shall have a par value of \$5.00 per share.

Date of Adoption of Amendment.

The foregoing amendment (the "Amendment") was adopted on November 20, 2009.

Procedure and Sufficiency of Shareholder Votes.

The Amendment was adopted in accordance with the applicable provisions of the Act and the Corporation's Articles of Incorporation and Bylaws. The number of votes cast for the Amendment by the shareholders of the Corporation was sufficient for approval of the Amendment.

Effective Date of Amendment.

The Amendment shall become effective on the date these Articles of Amendment are filed with the Department of State of the State of Florida.

IN WITNESS WHEREOF, BBU Bank has caused these Articles of Amendment to be signed by the undersigned officer on this 20 day of November, 2009.

BBU BANK

By: _____

Name: Rafael Saldaña

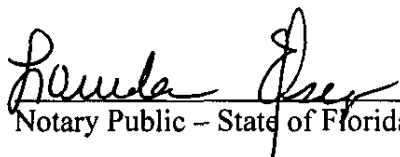
Title: President & CEO

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2009 DEC -1 A 11:10
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me by Rafael Saldaña, who is personally known to me, this 20 day of November, 2009.


Notary Public – State of Florida at Large




LOURDES ESCARZA
MY COMMISSION # DD 743397
EXPIRES: January 9, 2012
Bonded Thru Budget Notary Services

My Commission Expires: _____

Approved by the Office of Financial Regulation this 30 day of November, 2009.

Tallahassee, Florida.


LINDA B. CHARITY
Director
Division of Financial Institutions