2008 FOR PROFIT CORPORATION ANNUAL REPORT

DOCUMENT# P06000018059

Entity Name: CP CAPITAL BANCORP, INC.

| Current Principal Place of Business: | | | New Principal Place of Business: | | | |
|--|--------------------------|----------------------------------|--|----------------------------------|--|--|
| 999 BRICKELL AVENUE SUITE 600 MIAMI, FL 33131 | | 2121 SW SUITE 70 MIAMI, FL | - | | | |
| Current Mailing Address: | | New Mail | New Mailing Address: | | | |
| 999 BRICKELL AVENUE SUITE 600 MIAMI, FL 33131 | | 2121 SW SUITE 70 MIAMI, FL | - | | | |
| FEI Number: 71-0996972 | FEI Number Applied For() | FEI Number Not Ap | plicable() | Certificate of Status Desired () | | |
| Name and Address of Current Registered Agent: | | Name and | Name and Address of New Registered Agent: | | | |
| CONNELL, GREGORY 999 BRICKELL AVENUE SUITE 600 MIAMI, FL 33131 US | | 2121 SW SUITE 70 | ARONSON, MITCHELL 2121 SW 3 AVENUE SUITE 700 MIAMI, FL 33129 US | | | |

MIAMI, FL 33131 US

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE: MITCHELL ARONSON 03/24/2008 Electronic Signature of Registered Agent Date

Election Campaign Financing Trust Fund Contribution ().

OFFICERS AND DIRECTORS:

| Title: | P, D () Delete | Title: | D (X) Change () Addition |
|--------------|---------------------------------|--------------|-----------------------------|
| Name: | CONNELL, HAROLD L | Name: | CONNELL, HAROLD L |
| Address: | 999 BRICKELL AVENUE, SUITE 600 | Address: | 2121 SW 3 AVE, STE 700 |
| City-St-Zip: | MIAMI, FL 33131 US | City-St-Zip: | MIAMI, FL 33129 US |
| Title: | S () Delete | Title: | P, D (X) Change () Addition |
| Name: | ARONSON, MITCHELL D | Name: | HARPER, FLOYD D |
| Address: | 999 BRICKELL AVENUE, SUITE 600 | Address: | 2121 SW 3 AVE, SUITE 700 |
| City-St-Zip: | MIAMI, FL 33131 | City-St-Zip: | MIAMI, FL 33129 |
| Title: | D () Delete | Title: | ()Change ()Addition |
| Name: | DIEZ, ROBERT | Name: | |
| Address: | 999 BRICKELL AVENUE, 10TH FLOOR | Address: | |
| City-St-Zip: | MIAMI, FL 33131 | City-St-Zip: | |
| Title: | D () Delete | Title: | D (X) Change () Addition |
| Name: | CALLOWAY, JACK | Name: | CALLOWAY, JACK |
| Address: | 999 BRICKELL AVENUE, SUITE 600 | Address: | 2121 SW 3 AVE, SUITE 700 |
| City-St-Zip: | MIAMI, FL 33131 | City-St-Zip: | MIAMI, FL 33129 |
| Title: | () Delete | Title: | D () Change (X) Addition |
| Name: | | Name: | FERNANDEZ, MANUEL |
| Address: | | Address: | 2121 SW 3 AVE, STE 700 |
| City-St-Zip: | | City-St-Zip: | MIAMI, FL 33129 |
| Title: | () Delete | Title: | D () Change (X) Addition |
| Name: | | Name: | SEATON-DUNLAP, SYLVIA |
| Address: | | Address: | 2121 SW 3 AVE, STE 700 |
| City-St-Zip: | | City-St-Zip: | MIAMI, FL 33129 |

I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Chapter 119, Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears above, or on an attachment with an address, with all other like empowered.

| SIGNATURE: | FLOYD D. HARPER | P, D | 03/24/2008 |
|------------|---|------|------------|
| | Electronic Signature of Signing Officer or Director | | Date |

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS:

FILED Mar 24, 2008 Secretary of State