

P93000035864

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

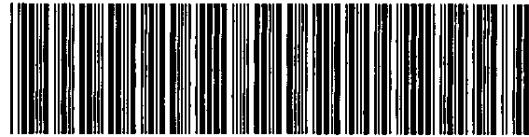
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

dis. w/notice

DEC 23 2016

D CUSHING



190 EAST CAPITOL STREET, SUITE 800 (39201)
P.O. BOX 427
JACKSON, MISSISSIPPI 39205-0427
601-949-4900
FAX 601-949-4804
www.joneswalker.com

Linda S. Dale
Certified Paralegal
Direct Dial: 601-949-4967
ldale@joneswalker.com

December 20, 2016

Via FedEx -- 850-245-6050

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: ***Subsidiary Merger: Community First, Inc., a Florida corporation, into HMC, LLC, a Mississippi Limited Liability Company***
Dissolutions: Access Mortgage Corporation, a Florida corporation, and Peoples First Commercial Center Property Owners=Association, Inc., a Florida nonprofit corporation

Dear Sir:

Enclosed for filing are an original and one copy of the following:

1. Articles of Merger providing for the merger of Community First, Inc., a Florida corporation, with and into HMC, LLC, a Mississippi limited liability company and an affiliate of the Florida corporation.
2. Articles of Dissolution for Access Mortgage Corporation; and
3. Articles of Dissolution for Peoples First Commercial Center Property Owners=Association, Inc.

Also enclosed is our check in the amount of \$131.25 which covers the \$43.75 filing fee and a certified copy for each of the above three filings. A return pre-paid FedEx envelope is included.

Please note that the effective date is December 23, 2016.

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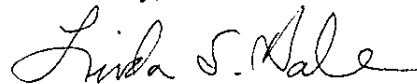
JONES WALKER LLP

ALABAMA • ARIZONA • CALIFORNIA • DISTRICT OF COLUMBIA • FLORIDA • GEORGIA • LOUISIANA • MISSISSIPPI • NEW YORK • OHIO • TEXAS

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If anything else is needed, please call me or Craig Landrum (601-949-4973) immediately so that we can timely correct any problems. Thank you for your assistance.

Sincerely,

A handwritten signature in cursive script that reads "Linda S. Dale".

Linda S. Dale
Certified Paralegal

:ld
Enclosures

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: ACCESS MORTGAGE CORPORATION

DOCUMENT NUMBER: P93000035864

The enclosed **Articles of Dissolution** and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

LINDA S. DALE

(Name of Contact Person)

JONES WALKER LLP

(Firm/Company)

P. O. BOX 427

(Address)

JACKSON, MS 39205-09427

(City/State and Zip Code)

For further information concerning this matter, please call:

CRAIG LANDRUM

(Name of Contact Person)

601-949-4967

(Area Code) (Daytime Telephone Number)

Enclosed is a check for the following amount:

- ☐ \$35 Filing Fee ☐ \$43.75 Filing Fee & Certificate of Status ☒ \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) ☐ \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

MAILING ADDRESS:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET ADDRESS:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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TALLAHASSEE
SECRETARY OF STATE

ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation as currently filed with the Florida Department of State:
ACCESS MORTGAGE CORPORATION

SECOND: The document number of the corporation (if known): P930000357854

THIRD: The date dissolution was authorized: October 27, 2016

Effective date of dissolution if applicable: December 23, 2016
(no more than 90 days after dissolution file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

FOURTH: Adoption of Dissolution (CHECK ONE)

- ☒ Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.
- ☐ Dissolution was approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

The number of votes cast for dissolution was sufficient for approval by

(voting group)

Signature: _____

(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary)

Stephen E. Barker

(Typed or printed name of person signing)

President

(Title of person signing)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Filing Fee: \$35

Notice of Corporate Dissolution

This notice is submitted by the dissolved corporation named below for resolution of payment of unknown claims against this corporation as provided in s. 607.1407, F.S.

This "*Notice of Corporate Dissolution*" is optional and is not required when filing a voluntary dissolution.

Name of Corporation: ACCESS MORTGAGE CORPORATION

Date of dissolution will be the date the dissolution is filed with the Department of State or as specified in the *Articles of Dissolution*.

Description of information that must be included in a claim:

1. A reasonable description of the claim along with the name of the claimant and the date the claim was incurred.

2. The amount of the claim at its inception and the amount of any additional amounts along with the basis of such additions.

3. A mailing address and telephone number for the person or company making the claim.

Mailing address where claims can be sent: (Claims cannot be sent to the Division of Corporations)

Michael M. Achary

Attn: Teresa Z. Lygate

228 St. Charles Avenue, Suite 626

New Orleans, LA 70130

A claim against the above named corporation will be barred unless a proceeding to enforce the claim is commenced within 4 years after the filing of this notice.

Stephen E. Barker

Printed Name of the Person Filing



Signature of the Person Filing

Fee: No charge if included with Articles of Dissolution. If filed separately \$35.00

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**JOINT WAIVER OF NOTICE AND
UNANIMOUS CONSENT TO ACTION BY THE
THE SOLE SHAREHOLDER AND BOARD OF DIRECTORS
OF
ACCESS MORTGAGE CORPORATION
IN LIEU OF MEETING**

**RESOLUTIONS OF ACCESS MORTGAGE CORPORATION REGARDING
DISSOLUTION**

The undersigned Sole Shareholder and Board of Directors of ACCESS MORTGAGE CORPORATION, formed under the laws of the State of Florida, do hereby, pursuant to the laws of the State of Florida and the Articles and Bylaws of Access Mortgage Corporation, consent in writing to the adoption of the following resolutions and to waiver of all notices required for and the holding of meetings of the Sole Shareholder and the Board of Directors:

WHEREAS, Access Mortgage Corporation ("AMC"), a Florida corporation, is a wholly owned subsidiary of Whitney Bank; and

WHEREAS, the Sole Shareholder and Board of Directors of AMC have determined that it is in the best interest of the Sole Shareholder to dissolve AMC; and

WHEREAS, pursuant to Fla. Stat. ch. 607.1402 (2016), the dissolution was approved by the Board of Directors of Whitney Bank, acting as Sole Shareholder of AMC, on October 27, 2016;

THEREFORE, BE IT RESOLVED, that the Sole Shareholder and the Board of Directors of AMC hereby accept and approve the filing of Articles of Dissolution for the corporation pursuant to applicable Florida statutes, whereby AMC, organized under the laws of the State of Florida, will be dissolved;

RESOLVED FURTHER, that the President, any Vice President, the Secretary or any Assistant Secretary of AMC (collectively, the "Authorized Officers") be, and each acting alone hereby is, authorized and directed to make, execute, and file any and all necessary applications, and other documents with the appropriate regulatory agencies in order to obtain approval of the transactions contemplated herein; and

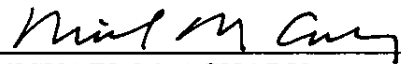
RESOLVED FURTHER, that the Authorized Officers of AMC be, and they hereby are, authorized and directed to undertake such additional actions and to execute any and all other or further documents and agreements, all on behalf of AMC, as they, acting in their sole discretion, may deem necessary and desirable to effectuate the purposes of the foregoing resolutions.

[Remainder of page intentionally left blank.]

Dated as of October 27, 2016.

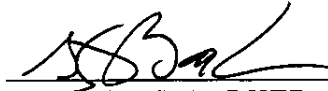
**SOLE SHAREHOLDER of Access
Mortgage Corporation:
Whitney Bank**

By: _____



MICHAEL M. ACHARY
Executive Vice President & CFO

**SOLE DIRECTOR OF Access Mortgage
Corporation:**



STEPHEN E. BARKER