

P94000028453

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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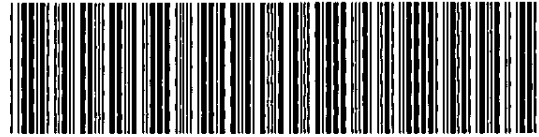
(Business Entity Name)

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DEPARTMENT OF STATE
12 JUL 31 PM 4:25
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Name ch 8
10 7/31/12



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 295557 4311473

AUTHORIZATION

COST LIMIT \$35.00

ORDER DATE : July 31, 2012

ORDER TIME : 2:18 PM

ORDER NO. : 295557-010

CUSTOMER NO: 4311473

DOMESTIC AMENDMENT FILING

NAME: BANKATLANTIC BANCORP, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Stephanie Milnes -- EXT# 2920

EXAMINER'S INITIALS:

*File 2nd
please.*

10

**BBX CAPITAL CORPORATION
2100 WEST CYPRESS CREEK ROAD
FORT LAUDERDALE, FLORIDA 33309**

July 31, 2012

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

RE: Consent to Use of Corporate Name

Dear Sir or Madam:

BBX Capital Corporation (Document No. P12000025520) (the "Corporation") has filed Articles of Dissolution on this date. The sole incorporator of the Corporation has authorized the dissolution of the Corporation. As of the date of the Articles of Dissolution, none of the authorized shares of the Corporation's capital stock have been issued, and the Corporation has not commenced business or incurred any debt (and, therefore, no debt of the Corporation is unpaid).

The Corporation does not intend to revoke its dissolution. Furthermore, the Corporation hereby authorizes the use of its corporate name upon the filing of Articles of Amendment to the Restated Articles of Incorporation of BankAtlantic Bancorp, Inc. in which BankAtlantic Bancorp, Inc. changes its name to BBX Capital Corporation.

Sincerely,

A handwritten signature in black ink, appearing to read "Alison W. Miller", written in a cursive style.

Alison W. Miller, Incorporator

**ARTICLES OF AMENDMENT
TO THE
RESTATED ARTICLES OF INCORPORATION
OF
BANKATLANTIC BANCORP, INC.**

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DIVISION OF CORPORATIONS
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The Restated Articles of Incorporation, as amended, of BANKATLANTIC BANCORP, INC., a Florida corporation (the "Corporation"), are hereby amended pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, and such amendment is set forth as follows:

1. Article I is hereby deleted in its entirety and replaced with the following:

ARTICLE I – NAME AND ADDRESS

The name of this Corporation is BBX Capital Corporation. The address of the principal office and the mailing address of this Corporation is 2100 West Cypress Creek Road, Fort Lauderdale, Florida 33309.

The undersigned hereby certifies that the foregoing amendment was duly adopted and approved by the board of directors of the Corporation on March 12, 2012. Additionally, the foregoing amendment was approved in accordance with Section 607.0704 of the Florida Business Corporation Act on April 6, 2012 by the written consent of the holder of outstanding shares of the Corporation's common stock having not less than the minimum number of votes that would be necessary to approve the amendment at a meeting at which all shares of the Corporation's common stock were present and voted. The number of shares of the Corporation's common stock for which written consent was given in favor of the amendment by the shareholders of the Corporation was sufficient for approval.

IN WITNESS WHEREOF, the undersigned duly authorized officer of the Corporation has executed these Articles of Amendment, in the name and on behalf of the Corporation, effective as of this 31st day of July, 2012.



Valerie C. Toalson,
Executive Vice President and Chief Financial Officer