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**INTERNATIONAL BANCORP OF MIAMI, INC.**

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*Amend*  
9/10/09

**ARTICLES OF AMENDMENT  
TO THE  
AMENDED AND RESTATED ARTICLES OF INCORPORATION  
OF  
INTERNATIONAL BANCORP OF MIAMI, INC.**

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Pursuant to the provisions of Sections 607.1003 and 607.1006 of the Florida Business Corporation Act, International Bancorp of Miami, Inc., a Florida corporation (the "Corporation"), does hereby certify that:

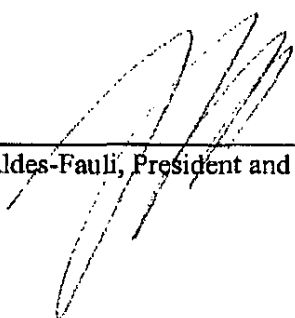
**FIRST:** That the name of the corporation is International Bancorp of Miami, Inc.

**SECOND:** That these Articles of Amendment amend certain provisions of Article III of the Amended and Restated Articles of Incorporation as set forth below, which amendment was duly approved, proposed and recommended for action by the shareholders of the Corporation by the Board of Directors of the Corporation at a meeting of the Board of Directors held on July 24, 2009. The shareholders of the Corporation approved and adopted such amendment by written consent in lieu of a meeting effective July 24, 2009. The number of votes cast in favor of the amendment was sufficient for approval by the holders of common stock of the Corporation.

**THIRD:** That the first sentence of Article III of the Corporation's Amended and Restated Articles of Incorporation is hereby amended to read as follows:

The aggregate number, class and par value of shares that the Corporation is authorized to issue is Five Million (5,000,000) shares of common stock having a par value of US\$0.10 per share.

**IN WITNESS WHEREOF,** the Corporation has caused these Articles of Amendment to the Corporation's Amended and Restated Articles of Incorporation to be executed by the Corporation's President and Chief Executive Officer this 2 day of August, 2009.

  
\_\_\_\_\_  
Jose Valdes-Fauli, President and Chief Executive Officer