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Inter-Office
Communication



Robert F. Milligan
Comptroller of Florida

DATE: December 22, 1999
TO: Louise Flemming-Jackson, Division of Corporations
FROM: John Alcorn, Division of Banking *JA*

SUBJECT: Article Amendment - First Bank of Miami #1031
Miami, Florida

000003081680--5
-12/28/99--01001--009
*****52.50 *****52.50

Please file the enclosed amendment to the Articles of Incorporation of First Bank of Miami, Miami, Florida, at your earliest convenience.

Please make the following distribution of the certified copies:

- (1) Return one (1) copy to: Bureau of Financial Institutions, District II
Division of Banking
Fletcher Building, Suite 636
101 East Gaines Street
Tallahassee, Florida 32399-0350
- (2) Mail one (1) copy to: Mr. Octavio Hernandez
President and Chief Executive Officer
First Bank of Miami
3650 S.W. 8th Street
Miami, Florida 33135-4135

Also enclosed is a check for \$52.50 representing the filing and certified copy fees. The check is made payable to the Division of Banking, but has been endorsed to the Secretary of State. If you have any questions, please contact me at (850) 410-9111.

Enclosures

*Amend
LFS*

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 DEC 27 AM 10:58

ARTICLES OF AMENDMENT TO ARTICLES
OF INCORPORATION OF
FIRST BANK OF MIAMI

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 DEC 27 AM 10:58

At a duly noticed meeting of the Shareholders and the Board of Directors of First Bank of Miami, a state banking association with its offices at 3650 S.W. 8th street, Miami, Florida (the "Bank") held on November 2, 1999, at which each quorum was present and acting throughout, the following Articles of Amendment to the Articles of Incorporation of the Bank were duly adopted by the shareholders and directors of the Corporation,

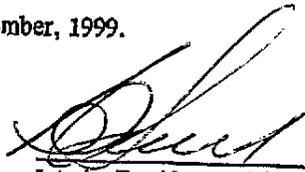
A. ARTICLE III - CAPITAL STOCK.

The first two sentences of Article III of the Articles of Incorporation of the Bank are hereby deleted in their entirety and replaced with the following two sentences:

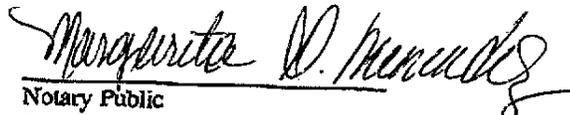
The total number of shares authorized to be issued by the corporation shall be 500,000. Such shares shall be of a single class and shall have par value of \$10.00 per share.

B. Except as expressly amended by the above, the Articles of Incorporation of the Bank are hereby reaffirmed and ratified in all respects.

ATTESTED TO on this 2nd day of November, 1999.


Interim President and Secretary

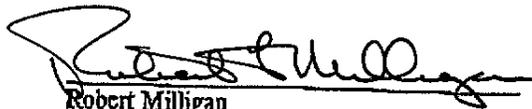
SWORN TO AND SUBSCRIBED BEFORE
ME, the undersigned authority, on
11-2-99, 1999, by Octavio
Hernández, Interim President and Secretary
of the First Bank of Miami, a person well
known to me or who produced
_____ as
identification.


Notary Public
State of Florida
My Commission Expires:

NOTARY PUBLIC
STATE OF FLORIDA
Margarita D. Menendez
Notary Public, State of Florida
Commission No. CC 553024
My Commission Exp. 05/17/2000
1-800-3-NOTARY - Fla. Notary Service & Bonding Co.

Approved by the Florida Department of Banking and Finance this 20th day of December, 1999.

Tallahassee, Florida.



Robert Milligan
Comptroller of the State of Florida and
Head of the Department of Banking and
Finance