

p97000035169



ACCOUNT NO. : 072100000032

REFERENCE : 309500 4303929

AUTHORIZATION :

*Patricia Puyito*

COST LIMIT : \$ 122.50

ORDER DATE : March 27, 1997

ORDER TIME : 9:27 AM

ORDER NO. : 309500-005

CUSTOMER NO: 4303929

500002125825--1

CUSTOMER: Ms. Sheryl C. Vainstein  
GREENBERG TRAUIG HOFFMAN  
LIPOFF ROSEN & QUENTEL, P. A.  
22nd Floor  
1221 Brickell Avenue  
Miami, FL 33131-3238

DOMESTIC FILING

NAME: *Holding*  
INTERCREDIT ~~BANKSHARES~~, INC.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION  
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY  
☒ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kathy Drake

EXAMINER'S INITIALS:

FILED  
97 MAR 27 PM 3:59  
SECRET  
TALLAHASSEE, FLORIDA

*W97-780*

*00511*

97 MAR 27 PM 4:48  
070-11177



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

March 27, 1997

CSC NETWORKS  
1201 HAYS ST.  
TALLAHASSEE, FL 32301-2607

SUBJECT: INTERCREDIT BANKSHARES, INC.  
Ref. Number: W97000007180

**RESUBMIT**  
Please give original  
submission date as file date

We have received your document for INTERCREDIT BANKSHARES, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

Written approval and clearance of the terms BANK, BANKER, BANC, BANKING, TRUST COMPANY, BANCSHARES, SAVINGS & LOAN ASSOCIATION, SAVINGS BANK, or CREDIT UNION must be obtained from the Division of Banking and Finance, pursuant to section 655.922(2a), Florida Statutes. The address is:

Division of Banking  
Director's Office  
Suite 1401, The Capitol  
Tallahassee, FL 32399-0350  
(904) 488-1111.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6052.

Sandy Ng  
Document Specialist

Letter Number: 997A00015645

RECEIVED  
97 APR 18 PM 3:43  
DIVISION OF BANKING  
TALLAHASSEE, FL

**ARTICLES OF INCORPORATION**  
**OF**  
**INTERCREDIT HOLDING COMPANY**

**FILED**  
97 MAR 27 PM 3:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I**

The name of the corporation is INTERCREDIT HOLDING COMPANY (the "Corporation").

**ARTICLE II**

The address of the principal office and the mailing address of the Corporation is 65 East 55 Street, New York, New York 10022.

**ARTICLE III**

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares Authorized</u>	<u>Par Value Per Share</u>	<u>Class of Stock</u>
1,000	\$ 0.01	Common

**ARTICLE IV**

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than 50 percent of the persons entitled to vote on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

**ARTICLE V**

The street address of the Corporation's initial registered office is 1201 Hays Street, City of Tallahassee, County of Leon, State of Florida 32301, and the name of its initial registered agent at such office is Corporation Service Company.

**ARTICLE VI**

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the initial Board of Directors is one, and the

name and address of the member of the initial Board of Directors, who will serve as the Corporation's director until successors are duly elected and qualified is:

Carlos Menedez  
65 East 55 Street  
New York, New York 10022

#### **ARTICLE VII**

The name of the Incorporator is Patricia Menendez Cambo and the address of the Incorporator is 1221 Brickell Avenue, Suite 2200, Miami, Florida 33131.

#### **ARTICLE VIII**

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

**IN WITNESS WHEREOF**, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 26<sup>th</sup> day of March, 1997.

*P. M. Cambo*

Patricia Menendez Cambo  
Incorporator

#### **ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

The undersigned, having been named the Registered Agent of INTERCREDIT HOLDING COMPANY accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.

Corporation Service Company

*Karen Rozar*  
By: Karen Rozar, As Agent

Dated: March 27<sup>th</sup>, 1997

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97 MAR 27 PM 3:50  
SECRETARY OF STATE  
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