



# THE COMPANY, CORPORATION

1313 N. Market Street • Wilmington, Delaware 19801-1151 • Telephone: (302) 575-0440 • Fax: (302) 575-1346

P97000081974

August 11, 1997

Corporate Records Bureau  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

RE: EURO MED CREDIT BANCORP INC.  
P00000P.EUHEC

600002272396--3  
-08/20/97--01083--005  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Dear Sir or Madam:

Enclosed please find Articles of Incorporation (and related documents, if appropriate) and our check in the amount of \$70.00 for EURO MED CREDIT BANCORP INC.

Please file at your earliest convenience and return confirmation to my attention at the address which is listed above.

Please feel free to contact our Non Delaware Filings Department with questions regarding the enclosed, (302) 575-0440, Ext. 7003.

Very truly yours,

*Regina Cephas*  
Regina Cephas  
Vice President

enc.

FILED  
97 SEP 18 PM 3:05  
TALLAHASSEE, FLORIDA

*[Handwritten signature]*  
9/18/97



**FLORIDA DEPARTMENT OF STATE**

**Sandra B. Mortham**  
Secretary of State

August 21, 1997

**THE COMPANY CORPORATION**  
1313 N. MARKET STREET  
WILMINGTON, DE 19801-1151

**SUBJECT: EURO MED CREDIT BANCORP. INC.**  
Ref. Number: W97000019380

We have received your document for EURO MED CREDIT BANCORP. INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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  
101 E. Gaines St.  
Fletcher Bldg., 6th Floor.  
Tallahassee, FL 32399-0350  
(850) 488-1111.

Please return the original and one copy of 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 (850) 487-6933.

Dana Calloway  
Document Specialist

Letter Number: 297A00042322



ROBERT F. MILLIGAN  
COMPTROLLER OF FLORIDA

OFFICE OF COMPTROLLER  
DEPARTMENT OF BANKING AND FINANCE  
STATE OF FLORIDA  
TALLAHASSEE  
32399-0350

August 29, 1997

Ms. Shelley Dunkelberger  
The Company Corporation  
1313 N. Market Street  
Wilmington, Delaware 19801

Dear Ms. Dunkelberger:

Re: "Euro Med Credit Bancorp, Inc."

Thank you for your recent letter/fax requesting approval for use of the above-referenced name. It is the opinion of this Department that your name is definitive enough to differentiate the business being conducted from that of a commercial bank or trust company. Therefore, the Department does not object to your use of the above-referenced name being registered to conduct business in the State of Florida.

Sincerely,

Wm. Douglas Johnson  
Assistant Director  
Division of Banking  
101 East Gaines Street  
The Fletcher Building - Sixth Floor  
Tallahassee, FL 32399-0350  
(904) 414-8058

:kr

cc: Karon Beyer, Chief  
Bureau of Corporate Records  
Division of Corporations  
Secretary of State's Office



# THE COMPANY CORPORATION

1313 N. Market Street • Wilmington, Delaware 19801-1151 • Telephone: (302) 575-0440 • Fax: (302) 575-1346

September 18, 1997

Corporate Records Bureau  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

RE: EURO MED CREDIT BANCORP INC.  
P00000P.EUHEC

Dear Sir or Madam:

Enclosed please find Certificate of Incorporation with corrections as requested for EURO MED CREDIT BANCORP INC. A copy of your recent correspondence is enclosed for reference.

Please file and return all related correspondence to my attention at the address listed above.

Please feel free to contact me directly at 1-800-542-2677, ext. 7003, with questions regarding the enclosed application.

Sincerely,

Wendy Snow  
Corporate Service Incorporator

enc.



ROBERT F. MILLIGAN  
COMPTROLLER OF FLORIDA

OFFICE OF COMPTROLLER  
DEPARTMENT OF BANKING AND FINANCE  
STATE OF FLORIDA  
TALLAHASSEE  
32399-0350

August 29, 1997

Ms. Shelley Dunkelberger  
The Company Corporation  
1313 N. Market Street  
Wilmington, Delaware 19801

Dear Ms. Dunkelberger:

Re: "Euro Med Credit Bancorp, Inc."

Thank you for your recent letter/fax requesting approval for use of the above-referenced name. It is the opinion of this Department that your name is definitive enough to differentiate the business being conducted from that of a commercial bank or trust company. Therefore, the Department does not object to your use of the above-referenced name being registered to conduct business in the State of Florida.

Sincerely,

A handwritten signature in black ink, appearing to read "Wm. Douglas Johnson", written over a horizontal line.

Wm. Douglas Johnson  
Assistant Director  
Division of Banking  
101 East Gaines Street  
The Fletcher Building - Sixth Floor  
Tallahassee, FL 32399-0350  
(904) 414-8058

:kr

cc: Karon Beyer, Chief  
Bureau of Corporate Records  
Division of Corporations  
Secretary of State's Office

## ARTICLES OF INCORPORATION

OF

**EURO MED CREDIT BANCORP. INC.**

FILED  
97 SEP 18 PM 3:05  
SECOND  
TALLAHASSEE, FLORIDA

The undersigned natural person(s), of the age of 21 or more, acting to form a corporation under the corporate laws of the state of Florida do hereby certify the following:

**FIRST:** The name of the corporation shall be **EURO MED CREDIT BANCORP. INC.**

**SECOND:** The address of the initial registered office of the corporation is 200 - A John Knox Road, Tallahassee FL 32303-6643, County of Leon. The name of the registered agent located at said address is Larry Wolfe.

**THIRD:** The principal address of the corporation is 200 - A John Knox Road, Tallahassee, FL 32303-6643.

**FOURTH:** The purpose for which this corporation is organized shall be to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

**FIFTH:** The total authorized stock of this corporation is divided into 10,000,000 share(s) at \$1.00 par value.

**SIXTH:** The number of directors constituting the initial board of directors is two, and the name(s) and address(es) who will serve as director(s) until the first annual meeting of shareholders or until their successors are as follows:

J.P. Heckman Apt 744 Les Epiceas, F 67530 Ottrott, Les Hauts De Klingenthal.

Hocine Sahir 7 Rue Andrieux F 75008 Paris.

**SEVENTH:** The duration of the corporation is perpetual.

**EIGHTH:** The name(s) and address(es) of the persons who are to act as incorporator(s) are as follows:

Wendy Snow c/o The Company Corporation 1313 N. Market

Street, Wilmington, DE 19801-1151.

We (I), the undersigned, being all the incorporators of the corporation identified above, declare that we have examined the foregoing this 11th day of , 1997.

Wendy Snow

State of Delaware

County of New Castle

THE FOREGOING instrument was acknowledged and sworn to before me this 11th day of August, 1997 by Wendy Snow.

Susan M. Griffin  
Notary Public

SUSAN M. GRIFFIN  
NOTARY PUBLIC - STATE OF DELAWARE  
MY COMMISSION EXPIRES OCT. 6, 2000

This document was prepared by Wendy Snow, 1313 N. Market Street,  
Wilmington DE 19801 (302) 575-0440

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**200 - A John Knox Road, Tallahassee, FL 32303-6643**

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August 11, 1997

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FILED  
97 SEP 18 PM 3:05  
SECURITY DIVISION  
TALLAHASSEE, FLORIDA