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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

C T Corporation System

Requestor's Name  
660 East Jefferson Street

Address  
Tallahassee, FL 32301 (850) 222-1092  
City State Zip Phone

000002912030--0  
-06/22/99--01038--020  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

CORPORATION(S) NAME

UBFLA

~~Union Plant~~ Processing Corporation

☒ Profit Articles of Incorporation

☐ NonProfit

☐ Amendment

☐ Merger

☐ Limited Liability Company

☐ Foreign

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Reinstatement

☐ Annual Report

☐ Reservation

☐ Other

☐ Change of R.A.

☐ Fictitious Name

☒ Certified Copy

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THANK YOU !

MANDI KENT

14508 6/22

MM 6/23/99



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

June 22, 1999

CT CORPORATION SYSTEM  
660 E. JEFFERSON ST.  
TALLAHASSEE, FL 32301

SUBJECT: UNION BANK PROCESSING CORPORATION  
Ref. Number: W99000014508

We have received your document for UNION BANK PROCESSING CORPORATION and your check(s) totaling \$78.75. 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) 410-9111.

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) 487-6928.

Michelle Milligan  
Document Specialist

Letter Number: 699A00033201

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# ARTICLES OF INCORPORATION

## OF

UBFLA PROCESSING CORPORATION.

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TALLAHASSEE, FLORIDA

**THE UNDERSIGNED** incorporator, for purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

**FIRST:** The name of the corporation is UBFLA PROCESSING CORPORATION (the "Corporation").

**SECOND:** The principal office address and mailing address of the Corporation is 1801 N. Pine Island Road, Plantation, Florida 33322

**THIRD:** The total number of shares of stock which the Corporation shall have authority to issue is one thousand (1000) shares of common stock, par value \$.01 per share. Each share of Common Stock shall be entitled to one vote.

**FOURTH:** The name and address of the registered agent is CT Corporation System, 1200 South Pine Island Road, Plantation, Florida 33324.

**FIFTH:** The name and address of the incorporator of the Corporation is Michael Basile, Esq., Stroock & Stroock & Lavan, LLP, 200 South Biscayne Boulevard, 33<sup>rd</sup> Floor, Miami, Florida 33131.

**SIXTH:** The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.

**SEVENTH:** All corporate powers shall be exercised by or under the authority of, and the business and affairs of the Corporation managed under the direction of, its Board of Directors. This Corporation shall have one (1) director initially. The name and address of the initial member of the Board of Directors is:

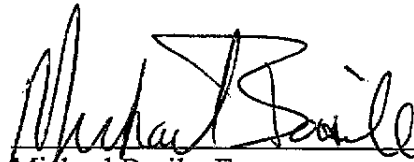
This instrument was prepared by:  
Michael Basile, Esq.  
FL Bar # 197599  
Stroock & Stroock & Lavan LLP  
200 South Biscayne Blvd.  
3300 First Union Financial Center  
Miami, Florida 33131  
(305) 358-9900

Lynne Wines

1801 N. Pine Island Road  
Plantation, Florida 33322

**EIGHTH:** No director of the Corporation shall be liable to the Corporation or its shareholders for monetary damages for breach of fiduciary duty as a director, except for liability for acts described in Section 607.0831 of the Florida Statutes..

**IN WITNESS WHEREOF**, the undersigned incorporator has executed these Articles of Incorporation this 21<sup>st</sup> day of June, 1999.

  
\_\_\_\_\_  
Michael Basile, Esq.,  
Incorporator

This instrument was prepared by:  
Michael Basile, Esq.  
FL Bar # 197599  
Stroock & Stroock & Lavan LLP  
200 South Biscayne Blvd.  
3300 First Union Financial Center  
Miami, Florida 33131  
(305) 358-9900

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

I HEREBY accept the appointment as registered agent contained in the foregoing Articles of Incorporation for Union Bank Processing Corporation, and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.

Dated: June 22, 1999

Connie Bryan  
**CONNIE BRYAN**  
**SPECIAL ASSISTANT SECRETARY**

**FILED**  
**99 JUN 22 AM 10:25**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

This instrument was prepared by:  
Michael Basile, Esq.  
FL Bar # 197599  
Stroock & Stroock & Lavan LLP  
200 South Biscayne Blvd.  
3300 First Union Financial Center  
Miami, Florida 33131  
(305) 358-9900