

F03000000981

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

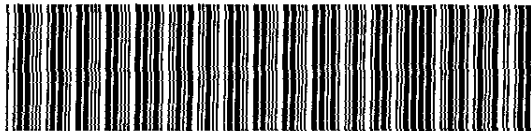
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



700012700017

02/26/03--01056--007 **87.50

2003 FEB 26 AM 9:17
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED

J. BRYAN FEB 27 2003



JOY LAMBERT PHILLIPS
Senior Vice President
General Counsel

February 25, 2003

FILED
2003 FEB 26 AM 9:17
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

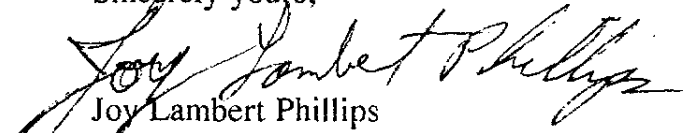
Re: Application By Foreign Corporation For Authorization To Transact Business in
Florida

(Via Overnight Mail)

To Whom It May Concern:

Please find enclosed herein a completed Application By Foreign Corporation For Authorization To Transact Business in Florida presented by Hancock Bank. Please also find an approval of Hancock Bank's corporate name by the Florida Department of Financial Services, an original Certificate of Good Standing issued by the Mississippi Department of Banking and Consumer Finance, the required Transmittal Letter and a check in the amount of \$87.50 for filing fees, a Certificate of Status & Certified Copy. Please contact me if additional information is needed, or if there are any questions.

Sincerely yours,


Joy Lambert Phillips
General Counsel

/sg



DEPARTMENT OF FINANCIAL SERVICES

February 18, 2003

FILED
2003 FEB 26 AM 9:17
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Ms. Shannon Garriga
Legal Department
Hancock Bank
Post Office Box 4019
Gulfport, Mississippi 39502

Re: Hancock Bank

Dear Ms. Garriga:

Reference is made to your recent letter/fax requesting approval of the above-referenced corporate name which is a Mississippi state-chartered commercial bank located in Gulfport, Mississippi.

Section 655.922, Florida Statutes, exempts a financial institution, holding company or its subsidiaries from the prohibition of using the word "bank," "banker," "banking," "trust company," "savings and loan association," "savings bank," or "credit union" in its corporate name. Therefore, the Office will not object to the use of the above corporate name being registered as a foreign corporation in the state of Florida.

Sincerely,

Linda B. Charity
Deputy Director

LBC: ker

cc: Karon Beyer - Chief, Bureau of Commercial Recordings
Division of Corporations, Secretary of State's Office

TRANSMITTAL LETTER

FILED
2003 FEB 26 AM 9:17
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

TO: Registration Section
Division of Corporations

SUBJECT: Hancock Bank A Mississippi State Chartered Bank.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Shannon Garriga
(Name of Person)

Legal Department Hancock Bank
(Firm/Company)

P.O. Box 4019
(Address)

Gulfport, Ms. 39502
(City/State and Zip code)

For further information concerning this matter, please call:

Joe Gannon at (228) 868 - 4432
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

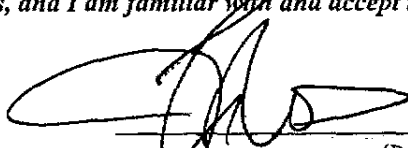
APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

2003 FEB 26 AM 9:17
FILED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

1. Hancock Bank
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Mississippi 3. 64-0169065
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 1899 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 2510 14th Street Gulfport, Ms. 39501
(Principal office address)
P.O. Box 4019 Gulfport, Ms. 39502
(Current mailing address)
8. Indirect Lending
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)
Name: CT Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida 33324
(City) (Zip code)

10. Registered agent's acceptance:
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)
J. L. Miles, Asst. Secretary

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Joseph F. Boardman

Address: 2501 14th Street
Gulfport, MS 39501

Vice Chairman: George A. Schloegel

Address: 2501 14th Street
Gulfport, MS 39501

Director: Leo W. Seal Jr.

Address: 2501 14th Street
Gulfport, MS 39501

Director: Frank E. Bertucci

Address: 2501 14th Street
Gulfport, MS 39501

B. OFFICERS

President: George A. Schloegel President and CEO

Address: 2501 14th Street
Gulfport, MS 39501

Executive Vice President: Carl Chaney Executive V.P. and CFO

Address: 2501 14th Street
Gulfport, MS 39501

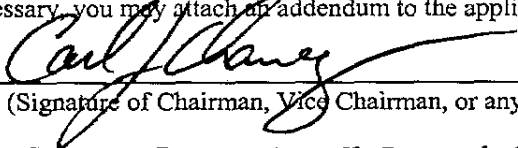
Secretary: Charles A. Webb Jr. Executive V.P. and Secretary

Address: 2501 14th Street Gulfport, MS 39501

Treasurer: Michael M. Achary Sr. V.P. and Treasurer

Address: 2501 14th Street Gulfport, MS 39501

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Carl Chaney Executive V.P. and CFO
(Typed or printed name and capacity of person signing application)

FILED
2003 FEB 26 AM 9:17
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

MISSISSIPPI

DEPARTMENT OF BANKING AND CONSUMER FINANCE


Certificate of Good Standing

FILED
2003 FEB 26 AM 9:17
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

I, John S. Allison, Commissioner, Department of Banking and Consumer Finance, State of Mississippi, do certify that under provisions of Section 81-3-13, Mississippi Code of 1972, the Hancock Bank, Gulfport, Harrison County, Mississippi, is a State chartered bank, and has been in continuous operation since its chartering in 1899, and is a bank in good standing according to the laws of the State of Mississippi

In testimony whereof, I have hereunto set my hand and caused the Seal of the Department of Banking and Consumer Finance, State of Mississippi, to be affixed, this the 27th day of November, 2002.




John S. Allison
Commissioner