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FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS
(850)922-4001

FAX #:

FROM: STUZIN AND CAMNER, P.A.
075410001634

ACCT#:

CONTACT: NIKKI J NEDBOR
PHONE: (305)442-4994

FAX #:

(305)442-2389

NAME: BANKUNITED FINANCIAL SERVICES, INC

AUDIT NUMBER.....H97000011359

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

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STUZIN & CAMNER
07/11/97 14:54 Florida Department pl /1

TEL: 3054422389

P. 002



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 11, 1997

STUZIN AND CAMNER, P.A.

SUBJECT: BANKUNITED FINANCIAL SERVICES, INC.
REF: W97000016114

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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. 636
Tallahassee, FL 32399-0350
(850) 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 (850) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

FAX Aud. #: E97000011359
Letter Number: 197A00035859

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STUZIN & GAMNER

TEL: 3054422389

P. 003

DIVISION OF BANKING

Fax: 904-488-7060

JUL 15 '97 11:01

P. 01/01



ROBERT F. MILLIGAN
COMPTROLLER OF FLORIDA

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

July 14, 1997

Mr. Marc Lipsitz
Stuzin and Gamner Law Offices
650 Billmore Way
Suite 700
Coral Gables, Florida 33134

FILED
97 JUL 15 PM 12:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Mr. Lipsitz:

Re: "BankUnited Financial Services, Inc."

Reference is made to your letter/fax dated July 14, requesting approval of the above-referenced corporate name. It is our understanding "BankUnited Financial Services, Inc." will be a subsidiary of BankUnited Financial Corporation, a Florida corporation and savings and loan holding company.

As Section 655.922(2)(a), Florida Statutes, exempts a financial institution, holding company or its subsidiaries from the prohibition against using the word "bank", "banker", "banking", "trust company", "savings and loan association", "savings bank", or "credit union" in its corporate name, the Division of Banking will not object to the above-subject corporate name being registered to transact business in the State of Florida.

Sincerely,

Wm. Douglas Johnson
Assistant Director
Division of Banking
101 E. Gaines Street
The Fletcher Building-Sixth Floor
Tallahassee, FL 32399-0350
(904) 488-1111
Fax # (904) 821-2366

:kr

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

Audit No. H97000011359

ARTICLES OF INCORPORATION
FOR
BANKUNITED FINANCIAL SERVICES, INC.

The undersigned, acting as incorporator of a corporation under the Florida Business Corporations Act, adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation is "BANKUNITED FINANCIAL SERVICES, INC."

ARTICLE II

The principal office and mailing address of this corporation is 255 Alhambra Circle, Coral Gables, Florida 33134.

ARTICLE III

The duration of this corporation is to be perpetual.

ARTICLE IV

The corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE V

The corporation shall have authority to issue 1,000 shares, all of one class, \$.01 par value.

ARTICLE VI

The street address of the initial registered office is 550 Biltmore Way, Suite 700, Coral Gables, Florida 33134. The name of the corporation's registered agent at such address is Marc Lipsitz.

This Instrument was prepared by:
Marc Lipsitz, Esquire
Florida Bar No. 104960
Stuzin and Camner, P.A.
550 Biltmore Way, Suite 700
Coral Gables, Florida 33134
(305) 442-4994

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ARTICLE VII

The number of directors constituting the Board of Directors shall be fixed as provided by the bylaws, but shall not be less than one.

ARTICLE VIII

The number of directors constituting the initial Board of Directors is one, whose name and address is:

James Dougherty
225 Alhambra Circle
Coral Gables, Florida 33134

ARTICLE IX

The name and address of the incorporator is Marc Lipsitz, 550 Biltmore Way, Suite 700, Coral Gables, Florida 33131.

ARTICLE X

This corporation shall indemnify and may insure its officers and directors to the fullest extent permitted by law currently in effect or hereinafter enacted.

ARTICLE XI

These Articles of Incorporation may be amended in the manner authorized by law at the time of amendment.

Audit No. H97000011359

