

Filing and License Fee: \$310.00 minimum



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Division of Business Services
148 W. River Street
Providence, Rhode Island 02904-2615

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY

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Pursuant to the provisions of Section 7-1.2-1405 of the General Laws of Rhode Island, 1956, as amended, the undersigned foreign corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

1. The name of the corporation is Customers Bank
2. It is incorporated under the laws of Pennsylvania
3. The name, if different, which it elects to use in Rhode Island is:
 - (a) If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation", "company", "incorporated", or "limited" or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:

Customers Bank Inc

- (b) If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:

4. The date of its incorporation is 03/25/1994 and the period of its duration is _____
5. The address of its principal office is 99 Bridge Street, Phoenixville, PA. 19460
6. The address of its proposed registered office in Rhode Island is _____
(Street Address, not P.O. Box)

Providence, RI 02903 and the name of its proposed registered agent in Rhode Island at
(City/Town) (Zip Code)

that address is Corporation Service Company, 222 Jefferson Blvd., Ste 200, Warwick RI 02888
(Name of Agent)

7. The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:

Banking

8. (a) The names and respective addresses of its directors (optional unless directors are required under the laws of the state or country of which it is incorporated).

	<u>Name</u>	<u>Address</u>
Director	<u>See Attached List</u>	<u>1015 Penn Avenue, Suite 102, Wyomissing, PA 19610</u>
Director	_____	FILED
Director	_____	<u>JUL 17 2015</u>
Director	_____	_____

BY [Signature] 12:50
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(b) The names and respective addresses of its principal officers (mandatory if directors are not required under the laws of the state or country of which it is incorporated).

	<u>Name</u>	<u>Address</u>
President	<u>See Attached List</u>	<u>1015 Penn Avenue, Suite 102, Wyomissing, PA 19610</u>
Vice President	<u></u>	<u></u>
Treasurer	<u></u>	<u></u>
Secretary	<u></u>	<u></u>

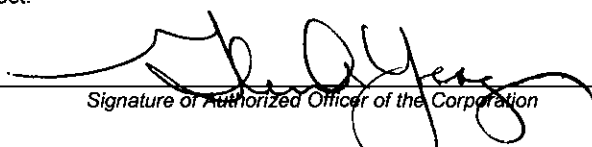
9. The aggregate number of shares which it has authority to issue; itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
<u>36,381,931</u>	<u>A - Common</u>	<u>N/A</u>	<u>\$1.00</u>
<u></u>	<u></u>	<u></u>	<u></u>
<u></u>	<u></u>	<u></u>	<u></u>

10. (a) \$ 10,810,000. = An estimate of the value of all property to be owned by the corporation for the following year, wherever located.
- (b) \$ 109,000. = An estimate of the value of the corporation's property to be located within Rhode Island during the following year.
- (c) 1.0 % = An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located. {divide (b) by (a) and multiply by 100 to obtain the percentage}
11. (a) \$ 216,000,000. = An estimate of the gross amount of business to be transacted by the corporation during the following year.
- (b) \$ 2,600,000. = An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year.
- (c) 1.3 % = An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year. {divide (b) by (a) and multiply by 100 to obtain the percentage}
12. This application is accompanied by a certificate of Good Standing issued by the proper officer of the state or country under the laws of which it is incorporated.
13. This Application for Certificate of Authority shall be effective upon filing unless a specified date is provided which shall be no later than the 90th day after the date of this filing _____.

Under penalty of perjury, I declare and affirm that I have examined this Application for Certificate of Authority, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: June 17, 2015



 Signature of Authorized Officer of the Corporation
Glenn A. Yeager, EVP and General Counsel

 Type or Print Name of Authorized Officer

Customers Bancorp, Inc. and Customers Bank Board of Directors

Bhanu Choudhrie

John R. Miller

Daniel K. Rothermel

Jay S. Sidhu

T. Lawrence Way

Steven J. Zuckerman

Customers Bank Board of Directors

Rick B. Burkey

Richard A. Ehst

Samvir Sidhu

Customers Bank Executive Officers

Jay S. Sidhu – Chairman and Chief Executive Officer

Richard A. Ehst – President and Chief Operating Officer

Robert E. Wahlman – Chief Financial Officer

Revised April 23, 2015

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Elizabeth Suever

From: Klas, Tadeusz (DBR) <Tadeusz.Klas@dbr.ri.gov>
Sent: Thursday, July 16, 2015 11:09 AM
To: Elizabeth Suever
Cc: Cabral, Sara (DBR)
Subject: Customers Bank's Non-Rhode Island-Chartered Bank or Credit Union Lender and Loan Broker License Exemption Notice

Dear Ms. Suever,

Please be advised that CUSTOMERS BANK, Phoenixville, Chester County, Pennsylvania satisfied the filing requirements pursuant to Rhode Island General Laws §19-14.1-10(a)(4) and was approved on June 30, 2015 to engage in the business of making or brokering loans in the State of Rhode Island at the following locations:

- 1) 40 Westminster Street, Ste 602, Providence, RI 02903
- 2) 494 Broadway, Newport, RI 02840

Please contact me directly should you have any questions regarding this matter.

Best regards,

Tadeusz Klas
Bank Examiner
State of Rhode Island
Department of Business Regulation
Division of Banking
1511 Pontiac Avenue, Bldg. 68-2
Cranston, RI 02920
ph 401.462.9663
fax 401.462.9532

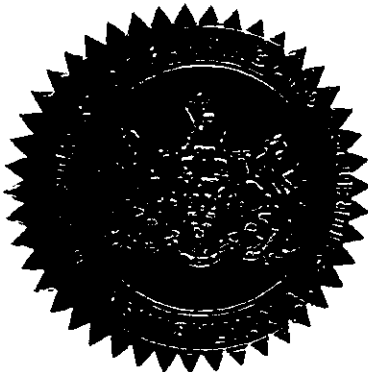
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TO WHOM IT MAY CONCERN:

I hereby certify that CUSTOMERS BANK, Phoenixville, Chester County, Pennsylvania, is duly and legally incorporated as a bank under the laws of the Commonwealth of Pennsylvania; and that said company is authorized to exercise such powers under and by virtue of its charter and the statutes of the Commonwealth of Pennsylvania.



IN WITNESS WHEREOF, I have hereunto
set my hand and affixed the seal of the
Department of Banking and Securities at
Harrisburg this Eighth day of May, A.D.,
Twenty Fifteen.

A handwritten signature in black ink, appearing to read "Robert C. Lopez", written over a horizontal line.

Robert C. Lopez
Director
Bureau of Commercial Institutions

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State of Rhode Island and Providence Plantations
Department of State | Office of the Secretary of State
Nellie M. Gorbea, *Secretary of State*

I, NELLIE M. GORBEA, Secretary of State of the State of Rhode Island
and Providence Plantations, hereby certify that this document, duly executed in
accordance with the provisions of Title 7 of the General Laws of Rhode Island, as
amended, has been filed in this office on this day:

Nellie M. Gorbea
Secretary of State

