State of Rhode Island
Department of State - Business Services Division

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2023 JUN 14 P 2:04

Application for Certificate of Authority

FOREIGN Business Corporation

→ Filing Fee: $310.00 minimum

Pursuant to the provisions of RIGL 7-1.2-1405, 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:

Forbright Bank

2. It is incorporated under the laws of: Maryland

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:

(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: 7/28/2003

And the period of its duration is: **CHECK ONE BOX ONLY**

✔ Perpetual (on-going)

Date certain for dissolution _____

5. The address of its principal office is:

4445 Willard Avenue, Ste. 1000, Chevy Chase, MD 20815

6. The name and address of the initial registered agent/office in Rhode Island:

Agent Name: C T Corporation System

Street Address (NOT a P.O. Box): 450 Veterans Memorial Parkway, Suite 7A

City/Town	State	Zip Code
East Providence	**RHODE ISLAND**	02914

MAIL TO:
Division of Business Services
148 W. River Street, Providence, Rhode Island 02904-2615
Phone: (401) 222-3040
Website: www.sos.ri.gov

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

Lending activities

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): SEE ATTACHMENT

NAME	ADDRESS

Check the box to indicate an attachment X

8. (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): SEE ATTACHMENT

OFFICE	NAME	ADDRESS
PRESIDENT		
VICE PRESIDENT		
TREASURER		
SECRETARY		

Check the box to indicate an attachment X

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:

NUMBER OF SHARES	CLASS	SERIES	PAR VALUE OR STATE NO PAR VALUE
5,000,000	Common		$10.00
5,000,000	Preferred		$10.00

10. An estimate, **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. *(Note: Percentage obtained from worksheet.)*

0 %

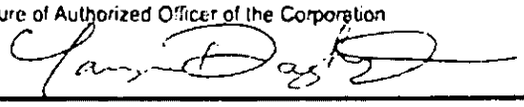
11. An estimate, **as a percentage**, of the proportion of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year compared to the gross amount thereof which will be transacted by the corporation during the following year. *(Note: Percentage obtained from worksheet.)*

0.76 %

12. This application must be accompanied by a Certificate of Good Standing/Letter of Status from the state or country of formation dated within 60 days of the date of this filing.
13. Date when the Certificate of Authority will be effective: **CHECK ONE BOX ONLY**
X Date received (Upon filing) Later effective date (Date must be no more than 90 days from the date of filing)_____
14. *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.*

Type or Print Name of Authorized Officer	Date
Taryn Dougherty, Assistant Secretary	6/13/2023

Signature of Authorized Officer of the Corporation



If you have any questions, please call us at (401) 222-3040, Monday through Friday, between 8:30 a.m. and 4:30 p.m., or email corporations@sos.ri.gov.

ATTACHMENT TO APPLICATION FOR CERTIFICATE OF AUTHORITY FORBRIGHT BANK

Forbright Bank Directors

Name (11 total)	**Address**
Clifford Brokaw	4445 Willard Ave, Ste 1000 Chevy Chase, MD 20815-3791
John K. Delaney	
Nancy Eberhardt	
Jason Fish	
Cynthia Flanders	
Eric Hoffman	
Christopher Jones	
Donald Kohn	
Jenevieve Mitchel	
Steve Shafran	
Derek Walker	

Forbright Bank Officers

Name (5 total)	**Title**	**Address**
Donald Cole	President and Chief Executive Officer	4445 Willard Ave, Ste 1000 Chevy Chase, MD 20815-3791
John Delaney	Executive Chairman	
Taryn Dougherty	Assistant Secretary	
Kori Ogrosky	Secretary	
Mark Wendel	Treasurer	

State of Rhode Island
DEPARTMENT OF BUSINESS REGULATION
1511 Pontiac Avenue, Bldg. 68-1
Cranston, Rhode Island 02920

Division of Banking

May 9, 2023

Jaclyn Schwizer
Associate
Buckley LLP
1113 Avenue of the Americas 3100
New York, New York 10036
T (212) 600-2346
Jschwizer@buckleyfirm.com

Re: Forbright Bank -Non-Rhode Island Chartered Bank or Credit Union License Exemption Notice & Approval to Use the Word "Bank" in Corporate

Dear Ms. Schwizer:

The Division of Banking ("Division") acknowledges receipt on January 4, 2023 of your Non-Rhode Island Chartered Bank or Credit Union Lender and Loan Broker License Exemption Notice ("Notice"). In addition to filing the Notice, Forbright Bank, a Maryland trust company regulated by the Office of the Commissioner of Financial Regulation and insured by the Federal Deposit Insurance Corporation, is seeking the ability to use the word "Bank" when transacting Rhode Island lending activity.

R. I. Gen. Laws § 19-4-17 expressly permits a bank organized under the laws of a state other than Rhode Island to use the word "Bank".

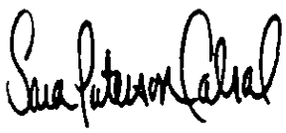
(a) No person, except regulated institutions, including any bank or trust company that has established a trust branch office in this state pursuant to the provisions of § 19-3.1-6(b), or banks or credit unions organized under the laws of the United States or of any other state within the United States shall use any sign at the place where its business is transacted, having on it any name containing the word or words "bank", "savings bank", "loan and investment bank", "trust company", "credit union", or other word or words, indicating, in the opinion of the director or the director's designee, that the place or office is the place or office of a regulated institution or bank or credit union duly organized under the laws of the United States or of any other state within the United States. The secretary of state shall not accept for filing any articles of association or incorporation, or amendment thereof, containing the word or words without the approval of the director or the director's designee.

(b) No person, except regulated institutions, including any bank or trust company that has established a trust branch office in this state pursuant to the provisions of § 19-3.1-6(b), or other banks or credit unions duly organized under the laws of the United States or of any other state within the United States, shall use or circulate any written or printed or partly written and partly printed paper whatsoever, having on it any name or other word or words indicating that its business is the business of a regulated institution or other bank or credit union duly organized under the laws of the United States or of any other state within the United States.

The Division has deemed the Notice filing complete and therefore has no objection to the use by Forbright Bank of the word "Bank" in its corporate name.

Please contact the undersigned at either (401) 462-9570 or at sara.cabral@dbr.ri.gov with any questions you may have regarding this matter.

Very truly yours,



Sara Paterson Cabral
State Chief Bank Examiner

STATE OF MARYLAND
Department of Assessments and Taxation

I, MICHAEL L. HIGGS OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT THE DEPARTMENT, BY LAWS OF THE STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATIONS, OR THE RIGHTS OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE, AND THAT I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT FORBRIGHT BANK (D07499213), INCORPORATED JULY 28, 2003, IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND THE CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN MARYLAND.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY SIGNATURE AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE ON THIS JUNE 08, 2023.

Michael L. Higgs
Director

301 West Preston Street, Baltimore, Maryland 21201
Telephone Baltimore Metro (410) 767-1340 / Outside Baltimore Metro (888) 246-5941
MRS (Maryland Relay Service) (800) 735-2258 TT/Voice