

318573

Amendment
Filed 9-29-72

900002554269--8

5 pgs.

3-18573 (k)

SOUTHEAST BANKING CORPORATION

Amend. amending ART
VII, filed 9/29/72 inc cap stk to
20,000,000 shs com @ \$5 & 500,000
shs voting pref stk
a NPV

FILED IN OFFICE OF DEPARTMENT
OF STATE, STATE OF FLORIDA

by _____ on _____

mp 9/29/72

RICHARD (DICK) STONE
SECRETARY OF STATE

ALFRED L. MCCARTHY
WILLIAM C. STEEL
LOUIS J. HECTOR
DARREY A. DAVIS
DWIGHT SULLIVAN
WILLIAM B. RILLIAN
GEORGE L. PATTERSON
ERNEST J. HEWETT
JERRY B. CROCKETT
WILSON SMITH
TALBOT D'ALEMBERT
JAMES H. SWEENEY, JR.
JOHN EDWARD SMITH
NORMAN A. COLL
DENNIS G. KING
SHEPARD KING
ARDEN DOSS, JR.
MATTHEW M. CHILDS
BARRY R. DAVIDSON
NOEL H. NATION
BRUCE S. RUSSELL

MCCARTHY STEEL HECTOR & DAVIS

FIRST NATIONAL BANK BUILDING

MIAMI, FLORIDA 33131

September 25, 1972

PAUL R. SCOTT
1968-1969

WILL M. PRESTON
OF COUNSEL

TELEPHONE
(305) 377-3684

Honorable Richard Stone
Secretary of State
The Capitol
Tallahassee, Florida

Re: Southeast Banking Corporation

Dear Sir:

SEP 28 7 13988 ***60.00
SEP 28 9 13988 ***15.00
SEP 28 5 13788 *12,500.00

In order to amend the Certificate of Incorporation of the above-styled corporation, we enclose the following:

1. Certificate of Amendment to the Certificate of Incorporation with six copies.
2. A check payable to your office in the amount of \$12,575.00 for the following:
 - (a) Charter tax of \$12,500 on additional 10,000,000 shares of \$5 par value stock.
 - (b) Six copies of Certificate of Amendment, \$60.00.

It is requested that the certified copies of the Amendment be returned as soon as possible, so that the corporation may file this document promptly with various regulatory bodies.

Thank you for your time and attention.

Sincerely,

Noel H. Nation

NHN/jt
Enclosures

| PRIVILEGE TAX | |
|---------------|-----------|
| G. TAX | 12,500.00 |
| FILING | 15.00 |
| G. COPY | 60.00 |
| R. A. FEE | |
| P. COPY | |
| SEARCH | |
| TOTAL | 12,575.00 |
| RECEIVED | |

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
SOUTHEAST BANKING CORPORATION

WE, CHARLES J. ZWICK, as President, and JOSEPH G. BECKFORD,
as Secretary, of Southeast Banking Corporation, hereby certify pursuant
to Section 608.18(2), Florida Statutes, that the following amendment
to the Certificate of Incorporation of Southeast Banking Corporation
has been approved by the Board of Directors of said Corporation at a
duly called meeting, proposed by them to the stockholders of the
Corporation, and approved by the stockholders at a Special Meeting of
Stockholders duly held on September 25, 1972, by affirmative vote of a
majority of the stock entitled to vote thereon.

It is therefore proposed that, effective as of the date of
filing of this instrument with the Secretary of State of Florida,
Article III (a) of the Certificate of Incorporation be amended to read
in its entirety as follows:

"ARTICLE III

(a) Authorized Capital Stock. The number of shares of
Capital Stock which this Corporation shall be authorized
to have outstanding at any time is 20,500,000 shares, of
which 20,000,000 shares shall be Common Stock with a par
value of \$5.00 per share, and 500,000 shares shall be
Series Voting Preferred Stock without par value, each of
which shares shall be entitled to the same vote as each
share of Common Stock, all of which shares shall be issued
fully paid and non-assessable."

SEP 29 11 28 AM '72
FILED
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

Executed this 25th day of September, 1972.

Charles J. Zwick
CHARLES J. ZWICK, President

ATTEST:

[CORPORATE SEAL]

Joseph G. Beckford
JOSEPH G. BECKFORD, Secretary

STATE OF FLORIDA)
) SS.
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared
CHARLES J. ZWICK, President and JOSEPH G. BECKFORD, Secretary of
Southeast Banking Corporation, a Florida corporation, to me well known
to be the respective officers of this corporation who executed and
affixed the corporate seal to this instrument and mutually acknowledged
before me that they executed the same in their respective capacities
for the purposes herein expressed.

WITNESS my hand and official seal at Miami, County of Dade,
and State of Florida, this 25th day of September, 1972.

Lyfel W. Reed
Notary Public
State of Florida at Large

My commission expires:

NOTARY PUBLIC STATE OF FLORIDA AT LARGE
MY COMMISSION EXPIRES SEPT. 8, 1975
GENERAL INSURANCE UNDERWRITERS, INC.