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MAILING ADDRESS: Division of Financial Institutions, 200 East Gaines Street, Tallahassee, FL 32399-0371
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DREW J. BREAKSPEAR
COMMISSIONER

July 30, 2013

VIA INTEROFFICE MAIL

Ms. Michelle Milligan
Amendment Section
Florida Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314-6327

Dear Ms. Milligan:

Please file the enclosed amendment to the Articles of Gulf Coast Community Bank, Pensacola, Florida, at your earliest convenience. The distribution of the certified copies should be made as follows:

- (1) Return one copy to: Division of Financial Institutions
Florida Office of Financial Regulation
200 East Gaines Street
Tallahassee, Florida 32399-0371
- (2) Mail one copy to: Mr. Walter J. Ritchie
Gulf Coast Community Bank
40 North Palafox Street
Pensacola, Florida 32502

Also enclosed is a check in the amount of \$52.50 representing the filing and certified copy fees. Should you have any questions, please do not hesitate to contact me.

Sincerely,

Willie Barnes
Willie Barnes
Senior Management Analyst II
Division of Financial Institutions

WB

Enclosures (3)

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
GULF COAST COMMUNITY BANK**

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13 JUL 30 PM 3:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P03000064394

(Document number of Corporation)

Pursuant to the provisions of Section 607.10025, Florida Statutes, this Florida business corporation (the "Corporation") adopts and files the following articles of amendment to its Articles of Incorporation which were approved by the Corporation's board of directors.

- FIRST:** The name of the Corporation is Gulf Coast Community Bank.
- SECOND:** This amendment was adopted by the board of directors on July 18, 2013. Shareholder approval is not required pursuant to Section 607.10025, Florida Statutes.
- THIRD:** The amendment does not adversely affect the rights or preferences of the holders of outstanding shares of any class or series and does not result in the percentage of authorized shares that remain unissued after the reverse stock split exceeding the percentage of authorized shares that were unissued before the reverse stock split.
- FOURTH:** The Class A Common Stock is the only class subject to the reverse stock split. Prior to the reverse stock split there were 10,000,000 authorized shares of Class A Common Stock having a par value \$5.00 per share, of which, 2,544,818 shares were issued and outstanding. As a result of the reverse stock split, there are 5,000,000 authorized shares of Class A Common Stock having a par value \$10.00 per share, of which, 1,272,409 shares are issued and outstanding.
- FIFTH:** The first paragraph of Article 3 of the Articles of Incorporation is hereby deleted in its entirety and the following is substituted in lieu thereof:

ARTICLE 3
Capital Stock

The number of shares of stock that the Corporation is authorized to issue is 37,000,000 shares consisting of: (i) 5,000,000 shares of class A common stock (the "Class A Common Stock") having a par value of \$10.00 per share; (ii) 30,000,000 shares of class B common stock (the "Class B Common Stock") having a par value of \$1.00 per share; and (iii) 2,000,000 shares of preferred stock having a par value of \$1.00 per share. Except for the difference in par value, the relative rights, privileges, and limitations of the Class A Common Stock and Class

B Common Stock shall in all respects be identical, share for share. The Class A Common Stock and Class B Common Stock shall vote as a single voting group, unless otherwise required by law.

The remaining provisions of Article 3 remain in full force and effect.

SIXTH: The amendment shall be effective immediately upon filing with the Florida Secretary of State.

Signed this 25th day of July, 2013.

GULF COAST COMMUNITY BANK

By: Walter J. Ritchie

Printed Name: Walter J. Ritchie

Title: President/CEO

I, Jan Miller, hereby certify that I am the Secretary of Gulf Coast Community Bank and that the above amendment was approved by the board of directors of the corporation on July 18, 2013.

Witness my hand and seal of Janice R. Miller this 25th day of July, 2013.

Janice R. Miller
Secretary

Jean Nelson
Notary Public
JEAN C. NELSON
Notary Public, State of Florida
My Comm. Expires May 6, 2015
Comm. No. EE 75125

Approval

Approved by the State of Florida, Office of Financial Regulation, on this 30 day of July, 2013.

Robert D. Hayes
Robert Hayes, Director
Division of Financial Institutions