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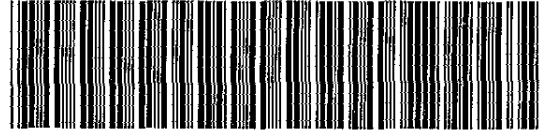
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TALLAHASSEE, FLORIDA
03 JUN 10 AM 10:08

RD 6/11

STATE OF FLORIDA

OFFICE OF FINANCIAL REGULATION

DATE: June 10, 2003

TO: Karon Beyer, Department of State
Division of Corporations - Bureau of Commercial Recordings

FROM: Bruce Ricca, Licensing and Chartering

SUBJ: Gulf Coast Community Bank
Pensacola, Escambia County, Florida
(Proposed New Bank)

Please file the attached Articles of Incorporation for the above-referenced institution, using the CURRENT DATE, as the effective date.

Please make the following distribution of certified copies:

- (1) One copy to: Bruce Ricca
Office of Financial Regulation
200 East Gaines Street
Tallahassee, FL 32399-0371
- (2) Two copies to: Ms. Linda A. Hoffman
Emanuel, Sheppard & Condon
Post Office Drawer 1271
Pensacola, Florida 32596
- (3) Uncertified copy to: Mr. Tim Rich
Federal Deposit Insurance Corporation
10 Tenth Street, N. E.
Suite 800
Atlanta, Georgia 30309-3906

Also attached is a check that represents payment of the filing fees, charter tax and certified copies. If you have any questions, please call 410-9528.

ARTICLES OF INCORPORATION FOR
GULF COAST COMMUNITY BANK

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 JUN 10 AM 10:08

The undersigned, acting as the incorporator of Gulf Coast Community Bank (the "Corporation") under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE 1

Corporate Name and Principal Office

The name of the Corporation shall be Gulf Coast Community Bank, and its initial place of business and its mailing address shall be 40 North Palafox Street, Pensacola, Florida, 32501.

ARTICLE 2

General Nature of the Business

The general nature of the business to be transacted by the Corporation shall be that of a commercial banking business with all rights, powers and privileges granted and conferred by the Florida Financial Institutions Codes, relating to the organization, powers and management of banking corporations.

ARTICLE 3

Capital Stock

The number of shares authorized to be issued by the Corporation shall be 10,000,000. Such shares shall be of a single class and each shall have a par value of \$5.00. The Corporation shall begin business with at least \$4,500,000 of paid-in capital, to be derived from the issuance of 900,000 shares, as well as initial capital surplus and undivided profits of not less than \$4,000,000, all of which (capital stock, surplus, and undivided profits) shall be paid in cash. Fractional shares of stock will not be issued.

ARTICLE 4

Term of Existence

The term for which the Corporation shall exist shall be perpetual unless terminated pursuant to the Florida Financial Institutions Codes.

ARTICLE 5

Incorporators and Initial Directors

The names and street addresses of the incorporators of the Corporation, who shall also serve as the Corporation's initial directors, are set forth below:

NAME	STREET ADDRESS
Charles Allcott, III	40 North Palafox, Pensacola, FL 32502
Diane P. Appleyard	4440 Bayou Boulevard, Pensacola, FL 32503
Richard R. Baker	84 Baybridge, Gulf Breeze, FL 32561
Lewis Bear, Jr.	200 East Gregory Street, Suite 2000, Pensacola, FL 32501
Scott J. Bell	2 North Palafox Street, Pensacola, FL 32501
Jan R. Cavanaugh	3921 Navy Blvd., Pensacola, FL 32507
Richard O. Cloutier	40 North Palafox, Pensacola, FL 32502
Eric L. Gleaton	102 East 9 Mile Road, Pensacola, FL 32534
Douglas C. Halford	220 South Palafox Street, Pensacola, FL 32501
Robert C. Harbour	6190 North Davis Highway, Pensacola, FL 32504
Susan K. O'Connor	1110 North 9 th Avenue, Pensacola, FL 32501
Walter J. Ritchie	40 North Palafox, Pensacola, FL 32502
John R. Williams	130 East Government Street, Pensacola, FL 32501

The number of directors of the Corporation shall not be fewer than five. A majority of the full board of directors may, at any time during the year following any annual meeting of shareholders in which such action has been authorized, increase the number of directors by not more than two, and appoint persons to fill the resulting vacancies.

ARTICLE 5

Initial Registered Office and Agent

The street address of the initial registered office of the Corporation shall be 40 North Palafox Street, Pensacola, FL, 32502, and the initial registered agent of the Corporation at that address is Walter J. Ritchie.

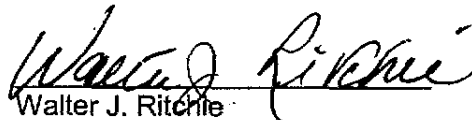
ARTICLE 6

Special Meetings

Special meetings of the shareholders may be called for any purpose at any time by the Chair, the Board of Directors or by two or more shareholders owning, in the aggregate, not less than forty-nine (49%) percent of the stock of the Corporation.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation this 21 day of May, 2003.

Incorporator:

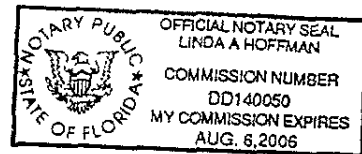

 Walter J. Ritchie

STATE OF FLORIDA

COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 27th day of May, 2003, by Walter J. Ritchie. He is personally known to me or has produced _____, as identification and did not take an oath.

Linda A. Hoffman
Notary
Print Name: Linda A. Hoffman



**APPROVAL OF ARTICLES OF INCORPORATION BY THE
DEPARTMENT OF FINANCIAL SERVICES**

The foregoing Articles of Incorporation of Gulf Coast Community Bank are approved by the Department of Financial Services this 9TH day of JUNE, 2003, at Tallahassee, Florida.

Don Saxon
Printed Name: DON SAXON
Title DIRECTOR, OFFICE OF FINANCIAL REGULATIO