

FLORIDA OFFICE OF
FINANCIAL  REGULATION

INTEROFFICE COMMUNICATION

DATE: 8/29/2019

TO: Ms. Diane Cushing, Department of State
Division of Corporations

FROM: Jason M. Guevara, Financial Administrator, Division of Financial Institutions

RE: **Fidelity Bank of Florida and Merger of Fidelity Bank of Florida with and into Addition Financial Credit Union**

Please file the attached articles for the above-reference entities to be filed in the following order:

- Articles of Incorporation for Fidelity Bank of Florida (effective 11:58 pm, Eastern Time on Saturday, August 31, 2019);
- Articles of Merger of Fidelity Bank of Florida with and into Addition Financial Credit Union (effective 11:59 pm, Eastern Time on Saturday, August 31, 2019)

Please make the following distribution of copies:

- (1) One certified copy to: Jason Guevara
Office of Financial Regulation
Licensing & Chartering
200 East Gaines Street
Tallahassee, FL 32399
- (2) One certified copy to: Mr. John P. Greeley
Smith Mackinnon, PA
Suite 1200
Citrus Center
255 South Orange Avenue
Orlando, FL 32801

Also attached is a check that represents payment of the filing fees and certified copies. If you have any questions, please call (850) 410-9513.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
19 AUG 29 PM 2:30

SECRETARY
VISION OF CLERK
19 AUG 20 11 2:30

**ARTICLES OF INCORPORATION
OF
FIDELITY BANK OF FLORIDA**

The undersigned, acting as directors for the purpose of forming a corporation under and by virtue of the laws of the State of Florida, adopt the following Articles of Incorporation which shall take effect as of 11:58 p.m., Eastern Daylight Time, on August 31, 2019.

ARTICLE I

The name of the corporation shall be Fidelity Bank of Florida and its initial place of business shall be 1380 N. Courtenay Parkway, Merritt Island, Florida 32953.

ARTICLE II

This corporation is incorporated by conversion from a national banking association.

ARTICLE III

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

ARTICLE IV

The total number of shares of capital stock authorized to be issued by the corporation shall be 460,000, all of which shall be common stock with a par value of \$5.00 per share. The holders of the common stock shall exclusively possess all voting power. Each holder of shares of common stock shall be entitled to one vote for each share held by such holder. Each share of common stock shall have the same relative rights as and be identical in all respects with all the other shares of common stock.

ARTICLE V

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

ARTICLE VI

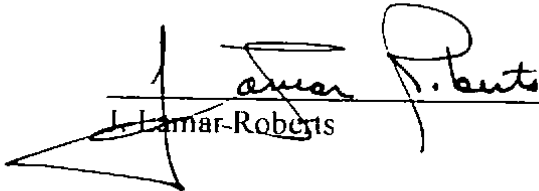
The number of directors shall not be fewer than five (5). A majority of the full board of directors may, at any time during the years following the annual meeting of shareholders in which such action has been authorized, increase the number of directors by not more than two and appoint persons to fill resulting vacancies. The names and street addresses of the directors of the corporation upon the adoption of these Articles of Incorporation are:

<u>Name</u>	<u>Street Address</u>
Terry Cunningham	1380 N. Courtenay Parkway, Merritt Island, Florida 32953
W. Janson Davis	1380 N. Courtenay Parkway, Merritt Island, Florida 32953
Thomas Flavin	1380 N. Courtenay Parkway, Merritt Island, Florida 32953
J. Lamar Roberts	1380 N. Courtenay Parkway, Merritt Island, Florida 32953
Carolyn Y. Storey	1380 N. Courtenay Parkway, Merritt Island, Florida 32953
Raymond Watson	1380 N. Courtenay Parkway, Merritt Island, Florida 32953
John Weiler	1380 N. Courtenay Parkway, Merritt Island, Florida 32953

ARTICLE VII

The name and street address of the person signing these Articles of Incorporation as incorporator is J. Lamar Roberts, 1380 N. Courtenay Parkway, Merritt Island, Florida 32953.

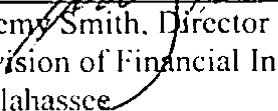
In witness of the foregoing, the undersigned incorporator has executed these Articles of Incorporation declaring and certifying that the facts stated herein are true, and hereby subscribe thereto and hereunto set his hand and seal this 27th day of August, 2019.



 J. Lamar Roberts

APPROVAL

Approved by the Florida Office of Financial Regulation this 29th day of August, 2019.



Jeremy Smith, Director
Division of Financial Institutions
Tallahassee

**FINANCIAL SERVICES COMMISSION
OFFICE OF FINANCIAL REGULATION**

Whereas, satisfactory evidence of compliance with all the requirements of the
Laws of the State of Florida has been presented to this office.

Under

and by virtue of the authority vested in the Commissioner or Designee of the Office of Financial
Regulation by the statutes of the State of Florida,

Do Hereby Authorize:

**FIDELITY BANK OF FLORIDA
MERRITT ISLAND, FLORIDA**

**TO TRANSACT BUSINESS IN FLORIDA AS A
STATE-CHARTERED BANK INSTITUTION
(EFFECTIVE 11:58pm AUGUST 31, 2019 AND
TERMINATES AT 11:59pm AUGUST 31, 2019)**

1227

Charter Number

Signed and Sealed this 29th day of August 2019.



Angela L. Wall
Commissioner or Designee

Attest:

Jeremy W. Smith
Jeremy W. Smith, Director