

Inter-Office
Communication

Comptroller of Florida
Division of Banking

P97000042940

DATE: May 14, 1997

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

FROM: Bruce Ricca, Licensing and Chartering *BR*

SUBJ: **Alliance Bank**
Orlando, Orange County
Approved New State Bank

~~(Your Number: 96000004371)~~

000002180460--4
-05/15/97--01119--001
****192.50 ****192.50

Please file the attached Articles of Incorporation for the above-referenced bank, using **today's date**, as the effective date.

Please make the following distribution of certified copies:

- (1) One copy to: Division of Banking
Office of Licensing and Chartering
101 East Gaines Street, Suite 636
- (2) One copy to: Federal Deposit Insurance Corporation
One Atlantic Center, Suite 1600
1201 West Peachtree Street, N.E.
Atlanta, Georgia 30309-3449
- (3) One copy to: Mr. John P. Greeley
Smith, Mackinnon, Greeley et al
Post Office Box 2254
Orlando, Florida 32802-2254

FILED
97 MAY 14 PM 3:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DNC 5-14-97
The attached is a check which represents payment of the filing fees, charter tax and certified copies. If you have any questions, please call 414-8066.

BR.articles

cc: Bureau of Financial Institutions - District II

35.00 F.F.
157.50 C.C.

192.50

**ARTICLES OF INCORPORATION
OF
ALLIANCE BANK**

FILED

97 MAY 14 PM 3:44

SECRETARY OF STATE
TALLAHASSEE, 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.

ARTICLE I

The name of the corporation shall be Alliance Bank and its initial place of business shall be at 455 S. Orange Avenue, in the City of Orlando, in the County of Orange and State of Florida.

ARTICLE II

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 III

The total number of shares authorized to be issued by the corporation shall be 2,000,000. Such shares shall be of a single class and shall have a par value of \$5.00 per share. The corporation shall begin business with at least \$2,750,000 in paid-in common capital stock to be divided into 550,000 shares. The amount of surplus with which the corporation will begin business will be not less than \$1,500,000 and the amount of undivided profits, not less than \$933,854 all of which (capital stock, surplus, and undivided profits) shall be paid in cash.

ARTICLE IV

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

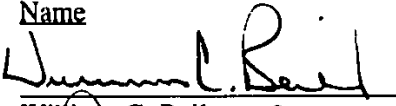
ARTICLE V

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 first directors of the corporation are:

NameStreet Address

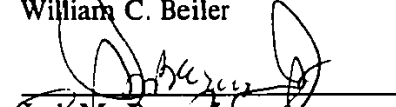
William C. Beiler	8738 Pisa Drive, No. 633, Orlando, FL 32810
Jack M. Berry, Jr.	1945 8th Terrace, S.E., Winter Haven, FL 33880
Frank R. Etheridge	803 Lake Adair Blvd., N., Orlando, FL 32804
Mitchel J. Laskey	1611 Talisia Court, Longwood, FL 32779
Eduardo Rabel	4385 Chuluota Road, Orlando, FL 32820
Thomas W. Riggs	428 Oak Lynn, Orlando, FL 32809
Benjamin P. Sibley	2060 Thunderbird Trail, Maitland, FL 32751
H. Gary Stetson	249 Live Oak Lane, Altamonte Springs, FL 32714
Phillip L. Tasker	2231 Gillis Court, Maitland, FL 32751

In witness of the foregoing, the undersigned directors have executed these Articles of Incorporation this 7th day of May, A.D. 1997.

NameStreet Address

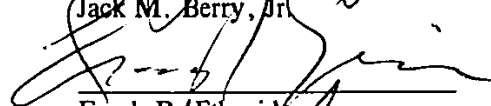
William C. Beiler

8738 Pisa Drive, No. 633, Orlando, FL 32810



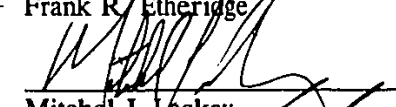
Jack M. Berry, Jr.

1945 8th Terrace, S.E., Winter Haven, FL 33880



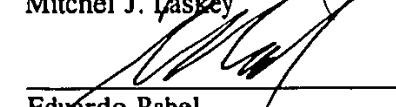
Frank R. Etheridge

803 Lake Adair Blvd., N., Orlando, FL 32804



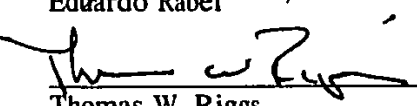
Mitchel J. Laskey

1611 Talisia Court, Longwood, FL 32779



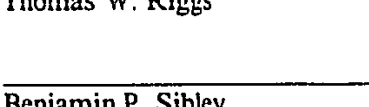
Eduardo Rabel

4385 Chuluota Road, Orlando, FL 32820



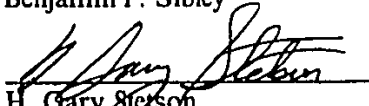
Thomas W. Riggs

428 Oak Lynn, Orlando, FL 32809



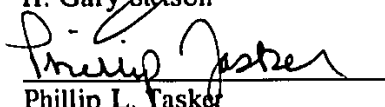
Benjamin P. Sibley

2060 Thunderbird Trail, Maitland, FL 32751



H. Gary Stetson

249 Live Oak Lane, Altamonte Springs, FL 32714



Phillip L. Tasker

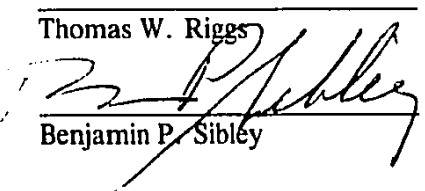
2231 Gillis Court, Maitland, FL 32751

NameStreet Address

William C. Beiler	8738 Pisa Drive, No. 633, Orlando, FL 32810
Jack M. Berry, Jr.	1945 8th Terrace, S.E., Winter Haven, FL 33880
Frank R. Etheridge	803 Lake Adair Blvd., N., Orlando, FL 32804
Mitchel J. Laskey	1611 Talisia Court, Longwood, FL 32779
Eduardo Rabel	4385 Chuluota Road, Orlando, FL 32820
Thomas W. Riggs	428 Oak Lynn, Orlando, FL 32809
Benjamin P. Sibley	2060 Thunderbird Trail, Maitland, FL 32751
H. Gary Stetson	249 Live Oak Lane, Altamonte Springs, FL 32714
Phillip L. Tasker	2231 Gillis Court, Maitland, FL 32751

In witness of the foregoing, the undersigned directors have executed these Articles of Incorporation this 7th day of May, A.D. 1997.

NameStreet Address

<u>William C. Beiler</u>	8738 Pisa Drive, No. 633, Orlando, FL 32810
<u>Jack M. Berry, Jr.</u>	1945 8th Terrace, S.E., Winter Haven, FL 33880
<u>Frank R. Etheridge</u>	803 Lake Adair Blvd., N., Orlando, FL 32804
<u>Mitchel J. Laskey</u>	1611 Talisia Court, Longwood, FL 32779
<u>Eduardo Rabel</u>	4385 Chuluota Road, Orlando, FL 32820
<u>Thomas W. Riggs</u>	428 Oak Lynn, Orlando, FL 32809
 <u>Benjamin P. Sibley</u>	2060 Thunderbird Trail, Maitland, FL 32751
<u>H. Gary Stetson</u>	249 Live Oak Lane, Altamonte Springs, FL 32714
<u>Phillip L. Tasker</u>	2231 Gillis Court, Maitland, FL 32751

STATE OF FLORIDA)
COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me this 7th day of May, 1997, by WILLIAM C. BEILER, JACK M. BERRY, JR., FRANK R. ETHERIDGE, MITCHEL J. LASKEY, EDUARDO RABEL, THOMAS W. RIGGS, BENJAMIN P. SIBLEY, H. GARY STETSON and PHILLIP L. TASKER, who are personally known to me or who have produced _____ as identification and who did/did not take an oath.



R RICHARD O'BRIEN
My Commission CC438800
Expires Feb. 14, 1999
Bonded by HAI
800-422-1555

R. Richard O'Brien
Printed Name: R. Richard O'Brien
Notary Public - State of Florida at Large
My Commission Expires:

Approved by the Department of Banking and Finance this 13TH day of MAY, 1997.

FILED
97 MAY 14 PM 3:45
TALLAHASSEE
FLORIDA

Robert L. Milligan

Comptroller of the State of Florida and
Head of the Department of Banking and
Finance