AND & KNIGHT Requestor's Name 315 SOUTH CALHOUN STREET Address Tallahassee, Florida 32301 City/State/Zip Phone # Office Use Only 224-7000 CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): (Corporation Name) (Document #) (Corporation Name) (Document =) (Corporation Name) (Document =) Certified Copy Pick up time 4.00 Mait out Will wait Photocopy Certificate of Status AMENDMENTS NEW FILINGS Amendment Proint Resignation of R.A., Officer/ Director NonProfit* Limited Liability Change of Registered Agent Dissolution/Withdrawal Domestication Merger Other OTHER FILINGS REGISTRATION/ **QUALIFICATION** Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark Other

Examiner's Initials

CR1E031(1.95)

Inter-Office Communication

Comptroller of Florida Division of Banking

DATE:

June 16,1998

TO:

Karon Beyer, Department of State

Division of Corporations - Bureau of Commercial Recordings

FROM:

Bruce Ricca, Licensing and Chartering (3K)

SUBJ:

SALEM TRUST COMPANY

Tampa, Hillsborough County (Approved New Trust Company)

Please file the attached Articles of Incorporation for the above-referenced institution, using **JUNE 16**, **1998**, as the effective date.

Please make the following distribution of certified copies:

(1) One copy to:

Division of Banking

Office of Licensing and Chartering

(2) One copy to:

Mr. Charles L. Stutts Holland & Knight Post Office Box 1288

Tampa, Florida 33601-1288

Also 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.

cc: Bureau of Financial Institutions - District I

FILED

98 JUN 16 PM 3:29

SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF SALEM TRUST COMPANY

The undersigned, acting as directors and incorporators for the purpose of forming a corporation under and by virtue of the Laws of the State of Florida, adopt(s) the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be Salem Trust Company and its initial place of business shall be at 101 East Kennedy Boulevard, in the City of Tampa, in the County of Hillsborough and State of Florida.

ARTICLE II

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

ARTICLE III

The total number of shares authorized to be issued by the corporation shall be 1,000,000. Such shares shall be of a single class and shall have a par value of \$12.50 per share. The corporation shall begin business with at least \$1,250,000 in paid-in common capital stock to be divided into 100,000 shares. The amount of surplus with which the corporation will begin business will be not less than \$1,000,000 and the amount of undivided profits, not less than \$150,000 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, acting as the incorporators, are:

NAME:

Thomas W. Murray

Francis P. Mitchell

Leta B. Stoller

Anton R. Hammock

Robert A. Darr

STREET ADDRESS:

3823 Westchester Road Durham, NC 27707 17805 Ridgeway Court Tampa, FL 33647 4300 48th Avenue South St. Petersburg, FL 33711 6 Otter's Run Durham, NC 27712 7881 Little Fox Road Jacksonville, FL 32256

In witness of the foregoing, the undersigned director(s) have executed these Articles of Incorporation this Balday of June, A.D. 1998.

Thomas W. Muriay

Francis P. Mitchell

Leta B. Stoller

Anton R. Hammock

Robert A. Darr

Approved by the Department of Banking and Finance this 15TH day of June, 1996

Tallahassee, Floriga

Robert F. Milligan, Comptroller of the State of Florida and Head of the Department of Banking and Finance