

# 012294

Inter-Office  
Communication



Robert F. Milligan  
Comptroller of Florida

DATE: February 12, 1998

TO: Louise Flemming-Jackson, Division of Corporations

FROM: *Bill* Bill Lott, Division of Banking

SUBJECT: Article Amendment - Columbia Bank  
Tampa, Florida

800002434748--8  
-02/19/98--01008--018  
\*\*\*\*140.00 \*\*\*\*140.00

Please file the enclosed amendment to the Articles of Incorporation of Columbia Bank, Tampa, Florida, at your earliest convenience.

Please make the following distribution of the certified copies:

- (1) Return one (1) copy to: Bureau of Financial Institutions, District I  
Division of Banking  
Fletcher Building, Suite 636  
101 East Gaines Street  
Tallahassee, Florida 32399-0350
- (2) Mail one (1) copy to: Robert W. Clark, Esq.  
Smith, Clark, Delesie, Bierley, Mueller & Kadyk  
Post Office Box 2939  
Tampa, Florida 33601

FILED  
98 FEB 16 AM 9:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Also enclosed is a check for \$140.00 representing the filing and certified copy fees. If you have any questions, please contact me at (850) 488-9570.

Enclosures

4 pages  
CORAPA MND

Amend  
LFT

2-16-98

AMENDMENT TO  
ARTICLES OF INCORPORATION OF  
COLUMBIA BANK

FILED  
98 FEB 16 AM 9:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We, John A. R. Grimaldi and Andria Contat, as President and Cashier respectively of Columbia Bank, a banking corporation organized and existing under the laws of the State of Florida, hereby certify that at a special meeting of the stockholders of said corporation, called pursuant to a resolution of the Board of Directors of the corporation at its meeting on January 13, 1998, in compliance with Section 607.0702 of the Florida Statutes with notice as required by Section 607.0705 of the Florida Statutes and the Articles of Incorporation and Bylaws of the corporation held at its office at 2028 East 7<sup>th</sup> Avenue, Tampa, Florida on the 2<sup>nd</sup> day of February, 1998 at 4:00 p.m., at which meeting the holders of a majority of its only class of stock were represented and voted in favor of the following resolutions which were adopted by a vote of the shareholders of 3410 in favor, 37 against, 10 abstaining, and 67 not voting. The votes in favor were sufficient for approval of the amendments to the Articles of Incorporation. The following were adopted:

FIRST:       RESOLVED that Article III of the Certificate of Incorporation of Columbia Bank (the "Corporation") is amended, by adding the following and deleting the existing provisions of Article III so that Article III will read as follows:

ARTICLE III

"The amount of the capital stock of the Corporation shall be Twenty Thousand (\$20,000.00) Dollars consisting of Two Hundred (200) shares of authorized common stock with par value of One Hundred (\$100.00) Dollars each which may be increased or decreased according to law.

It was further resolved, that the President and Cashier of the Corporation be and thereby are authorized to take the necessary steps to make these amendments effective."

**SECOND:** RESOLVED that the exchange of issued shares and the resulting repurchase of fractional shares shall be implemented in the following manner:

- (a) each holder of shares of stock in the Corporation shall tender their existing shares of stock in exchange for new shares at a ratio of thirty (30) to one (1); and
- (b) any existing shares that would become a fractional share of newly issued stock after the exchange shall be redeemed for cash in an amount equal to the number of their existing shares multiplied by \$2,100.00;
- (c) cancel any shares held as treasury stock by the Bank;

**THIRD:** RESOLVED that the above amendment to the Articles of Incorporation was adopted, with full force and effect, on February 2, 1998.

**FOURTH:** RESOLVED that the amendment was approved by the shareholders of the Bank's single class capital stock. The number of votes cast for the amendment was sufficient for approval.

IN WITNESS WHEREOF, the Columbia Bank has caused this certificate to be signed in its name by its President and Cashier, and its corporate seal to be affixed this 4th day of February, 1998.

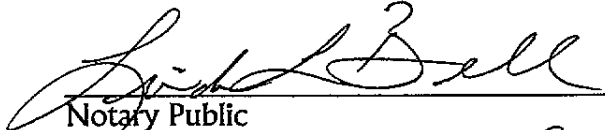
ATTESTED BY: [Signature]  
Cashier

COLUMBIA BANK  
BY: [Signature]  
President  
(Corporate Seal)

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY that on this 4<sup>th</sup> day of February, 1998, before me, the undersigned authority, personally appeared John A. R. Grimaldi as President, and Andria Contat as Cashier, respectively of Columbia Bank, being personally known to me or who produced \_\_\_\_\_ and \_\_\_\_\_ as identification, and further known to me to be the persons described in and who executed the foregoing Amendment to the Articles of Incorporation of Columbia Bank, and they did severally acknowledge the execution thereof to be their free act and deed for the uses and purposes therein expressed; and the said Andria Contat, the Cashier of said corporation, did affix the seal of the corporation thereto.

  
Notary Public  
Print Name: LINDA L. BELL

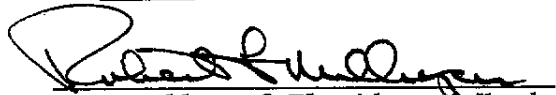
My commission expires:



Linda L. Bell  
MY COMMISSION # CC577751 EXPIRES  
September 19, 2000  
BONDED THRU TROY FAIN INSURANCE, INC.

Tallahassee, Florida

The foregoing amendment is hereby approved this 12<sup>th</sup> day of February, 1998.

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