

176127

Inter-Office  
Communication



Robert F. Milligan  
Comptroller of Florida

DATE: March 26, 1998

TO: Louise Flemming-Jackson, Division of Corporations

FROM: Bill Lott, Division of Banking

SUBJECT: Article Amendment - Citrus and Chemical Bank  
Bartow, Florida

300002477753--1  
-04/03/98--01022--006  
\*\*\*\*\*52.50 \*\*\*\*\*52.50  
300002477753--1  
-04/03/98--01022--005  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Please file the enclosed amendment to the Articles of Incorporation of Citrus and Chemical Bank, Bartow, 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: Mr. George W. Harris, Jr.  
Chairman and Chief Executive Officer  
Citrus and Chemical Bank  
Post Office Box 90  
Bartow, Florida 33831-0090

FILED  
98 MAR 26 PM 3:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Also enclosed are two (2) checks (\$87.50 and \$52.50) totaling \$140.00, representing the filing and certified copy fees. If you have any questions, please contact me at (850) 488-9570.

Enclosures

CORAPAMND

Amend  
HFT

3-27-98

**ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION OF  
CITRUS AND CHEMICAL BANK**

FILED  
98 MAR 26 PM 3:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1003(6) of the Florida Business Corporation Act, the Articles of Incorporation of CITRUS AND CHEMICAL BANK, a Florida banking corporation, shall be amended as follows:

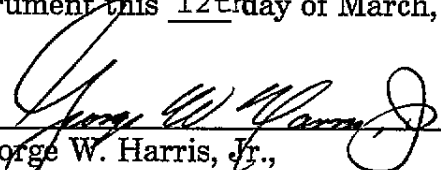
Article V of the Articles of Incorporation shall be deleted in its entirety and the following shall be substituted in its place:

**ARTICLE V.**

The business and affairs of this corporation shall be managed and conducted by a board of not less than five nor more than twenty-five directors who shall be elected or appointed as provided in the bylaws of this corporation.

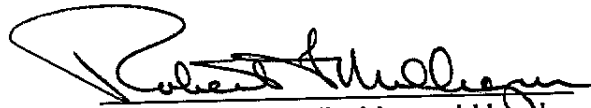
The foregoing amendment was adopted by the sole shareholder of the corporation on March 12, 1998, under Sections 607.1003(6) and 607.0704, Florida Statutes, as evidenced by the signature of its authorized representative on a Written Consent in Lieu of Meeting manifesting its intention that the foregoing amendment to the Articles of Incorporation be adopted. The number of votes cast for the amendment was sufficient for approval by the shareholders of the corporation.

IN WITNESS WHEREOF, the undersigned Chairman and Chief Executive Officer of the Corporation has executed this instrument this 12<sup>th</sup> day of March, 1998.

  
George W. Harris, Jr.,  
Chairman and Chief Executive Officer

Tallahassee, Florida

The foregoing amendment to Article V of the Articles of Incorporation of Citrus and  
Chemical Bank is hereby approved this 23rd day of March, 1998.

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

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Comptroller of Florida

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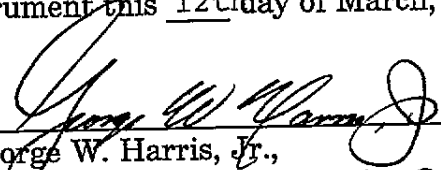
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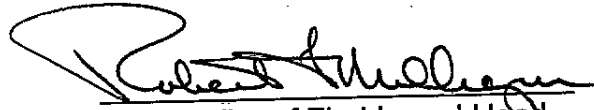
The foregoing amendment was adopted by the sole shareholder of the  
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Consent in Lieu of Meeting manifesting its intention that the foregoing amendment to  
the Articles of Incorporation be adopted. The number of votes cast for the  
amendment was sufficient for approval by the shareholders of the corporation.

IN WITNESS WHEREOF, the undersigned Chairman and Chief Executive  
Officer of the Corporation has executed this instrument this 12th day of March, 1998.

  
George W. Harris, Jr.,  
Chairman and Chief Executive Officer

Tallahassee, Florida

The foregoing amendment to Article V of the Articles of Incorporation of Citrus and Chemical Bank is hereby approved this 23rd day of March, 1998.

A handwritten signature in black ink, appearing to read "Robert H. McQueen", is written over a horizontal line.

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