

FILE NOW: FILING FEE AFTER MAY 1 IS \$550.00

FILED

Apr 24 1997 8:00am  
Secretary of State

|                                                |                                                                                   |                                                                                                    |
|------------------------------------------------|-----------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------|
| PROFIT<br>CORPORATION<br>ANNUAL REPORT<br>1997 |  | FLORIDA DEPARTMENT OF STATE<br>Sandra B. Mortham<br>Secretary of State<br>DIVISION OF CORPORATIONS |
|------------------------------------------------|-----------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------|

DOCUMENT # 516731

(7)

1. Corporation Name

GAINESVILLE STATE BANK

Principal Place of Business

2814 S.W. 34TH STREET  
P. O. BOX 147002  
GAINESVILLE FL 32602

Mailing Address

2814 S.W. 34TH STREET  
P. O. BOX 147002  
GAINESVILLE FL 32614-7002



|                                |  |                        |  |                                                                                                                                                     |  |                                       |  |
|--------------------------------|--|------------------------|--|-----------------------------------------------------------------------------------------------------------------------------------------------------|--|---------------------------------------|--|
| 2. Principal Place of Business |  | 2a. Mailing Address    |  | 3. Date Incorporated or Qualified<br>10/19/1976                                                                                                     |  | 3a. Date of Last Report<br>05/01/1996 |  |
| 21 Suite, Apt. #, etc.         |  | 26 Suite, Apt. #, etc. |  | 4. FEI Number<br>59-1714719                                                                                                                         |  | Applied For<br>Not Applicable         |  |
| 22 City & State                |  | 27 City & State        |  | 5. Certificate of Status Desired <input type="checkbox"/>                                                                                           |  | \$8.75 Additional Fee Required        |  |
| 23 Zip                         |  | 28 Zip                 |  | 6. Election Campaign Financing<br>Trust Fund Contribution <input type="checkbox"/>                                                                  |  | \$5.00 May Be Added to Fees           |  |
| 24 Country                     |  | 29 Country             |  | 8. This corporation has liability for intangible tax under s. 199.032,<br>Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No |  |                                       |  |

9. Name and Address of Current Registered Agent

WALLS, CARL  
2814 SW 34TH STREET  
GAINESVILLE FL FL 32608

10. Name and Address of New Registered Agent

81 Name

82 Street Address (P.O. Box Number is Not Acceptable)

83

84 City

FL

85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE

Signature of officer or printed name of registered agent and title if applicable.

(NOTE: Registered Agent signature required when reinstating)

DATE

| 12. OFFICERS AND DIRECTORS |                          | 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 |                       |
|----------------------------|--------------------------|-------------------------------------------------------|-----------------------|
| TITLE                      | C                        | 1.1 TITLE                                             | D                     |
| NAME                       | BUTLER, S. CLARK         | 1.2 NAME                                              | Ernest L. Higbee, Jr. |
| STREET ADDRESS             | 2308 SW 13 ST. STE 1210  | 1.3 STREET ADDRESS                                    | 3202 SW 81st St.      |
| CITY-ST-ZIP                | GAINESVILLE FL           | 1.4 CITY-ST-ZIP                                       | Gainesville, FL 32607 |
| TITLE                      | D                        | 2.1 TITLE                                             | D                     |
| NAME                       | HAWES, T. J.             | 2.2 NAME                                              | Michael E. Warren     |
| STREET ADDRESS             | 3525 N. MAIN STREET      | 2.3 STREET ADDRESS                                    | 1202 NW 9th Ave       |
| CITY-ST-ZIP                | GAINESVILLE FL           | 2.4 CITY-ST-ZIP                                       | Gainesville, FL 32601 |
| TITLE                      | D                        | 3.1 TITLE                                             | D                     |
| NAME                       | HENDERSON, FRED L.       | 3.2 NAME                                              | Michael L. Hanks      |
| STREET ADDRESS             | 3501 S. MAIN ST., STE. 1 | 3.3 STREET ADDRESS                                    | Rt. 3 Box 1137        |
| CITY-ST-ZIP                | GAINESVILLE FL           | 3.4 CITY-ST-ZIP                                       | Starke, FL            |
| TITLE                      | P                        | 4.1 TITLE                                             |                       |
| NAME                       | WALLS, CARL              | 4.2 NAME                                              | Officers Attached     |
| STREET ADDRESS             | 2814 SW 34TH STREET      | 4.3 STREET ADDRESS                                    |                       |
| CITY-ST-ZIP                | GAINESVILLE FL           | 4.4 CITY-ST-ZIP                                       |                       |
| TITLE                      | D                        | 5.1 TITLE                                             |                       |
| NAME                       | SINGLETON, GEORGE T.     | 5.2 NAME                                              |                       |
| STREET ADDRESS             | M228 MEDICAL SCIENCE BLD | 5.3 STREET ADDRESS                                    |                       |
| CITY-ST-ZIP                | GAINESVILLE FL           | 5.4 CITY-ST-ZIP                                       |                       |
| TITLE                      | VPC                      | 6.1 TITLE                                             |                       |
| NAME                       | HIGGINBOTHAM, SHERI      | 6.2 NAME                                              |                       |
| STREET ADDRESS             | 217 TURKEY CREEK         | 6.3 STREET ADDRESS                                    |                       |
| CITY-ST-ZIP                | ALACHUA FL 32615         | 6.4 CITY-ST-ZIP                                       |                       |

14. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes, and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE:

*Shirley Higginbotham*  
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

4-21-97

Date

352 315 3400

Daytime Phone #

0058887

CR2E034 (9/96)

# LIST OF OFFICERS OF

## GAINESVILLE STATE BANK

(Print Name of Financial Institution)

FOR THE YEAR 1997

| NAME OF OFFICER        | TITLE             | MAILING/RESIDENCE ADDRESS<br>(STREET OR BOX #) | CITY/TOWN        | STATE | ZIP CODE | SOCIAL SECURITY NUMBER |
|------------------------|-------------------|------------------------------------------------|------------------|-------|----------|------------------------|
| Carl Walls             | President/CEO     | 6401 SW 35th Way                               | Gainesville      | FL    | 32608    | 234-66-7652            |
| Shert L. Higginbotham  | Sr. VP & Compt.   | 217 Turkey Creek                               | Alachua          | FL    | 32615    | 172-56-0297            |
| John A. Jamszewski     | Sr. VP            | Rt. 2 Box 816                                  | Micanopy         | FL    | 32667    | 342-36-7891            |
| Carl H. Miller         | Sr. VP            | P. O. Box 140862                               | Gainesville      | FL    | 32614    | 264-86-5013            |
| Patricia H. Stark      | Sr. VP & Cashier  | 3523 SW 15th Street                            | Gainesville      | FL    | 32608    | 267-45-6262            |
| Catherine H. Adams     | VP & Branch Mgr.  | 3714 NW 39th Avenue                            | Gainesville      | FL    | 32606    | 259-98-8504            |
| Doris M. Buckley       | Vice President    | Rt. 2 Box 2462                                 | Melrose          | FL    | 32666    | 264-48-2625            |
| Alice F. Colson        | VP & Branch Adm.  | P. O. Box 314                                  | Newberry         | FL    | 32669    | 266-59-0162            |
| James C. Emerson       | VP & Branch Mgr.  | Rt. 2 Box 120                                  | Micanopy         | FL    | 32667    | 261-52-0342            |
| Arthur R. Shelley, Jr. | Vice President    | 2221 NW 19th Place                             | Gainesville      | FL    | 32605    | 014-40-9012            |
| Robert K. Whatley      | Vice President    | 3011 NW 10th Place                             | Gainesville      | FL    | 32605    | 264-46-8647            |
| Denise M. Gason        | AVP               | 2302 SW 73rd Terrace                           | Gainesville      | FL    | 32607    | 267-25-4939            |
| Linda Clark            | AVP               | 7516 SW 77th Street                            | Gainesville      | FL    | 32607    | 266-06-9133            |
| Erica L. Debes         | AVP               | 3540 SW Archer Rd. #172                        | Gainesville      | FL    | 32608    | 024-58-3302            |
| Freda Harris           | AVP               | 7674 Oak Drive                                 | Gainesville      | FL    | 32656    | 265-04-3443            |
| Sally Whitehead        | AVP               | 2725 NW 38th Street                            | Keystone Heights | FL    | 32608    | 265-90-0838            |
| Wesley A. Carter       | Branch Manager    | 1021 NE 156th Avenue                           | Gainesville      | FL    | 32609    | 593-24-7190            |
| Kathleen Connolly      | Branch Manager    | R-2 Ari Woods Road                             | Keystone Heights | FL    | 32656    | 080-40-9863            |
| Kathleen Hampton       | Branch Manager    | 4300 NW 23rd Ave. #207                         | Gainesville      | FL    | 32606    | 263-61-7175            |
| Charles A. Nemeth      | Branch Manager    | 8601 SW 5th Place                              | Gainesville      | FL    | 32607    | 261-64-8165            |
| Patricia Bennett       | Comm. Serv. Ofcr. | 6956 Gatorbone Road                            | Keystone Heights | FL    | 32656    | 263-66-1158            |
| Rita W. Bishop         | Br. Opr. Ofcr.    | P. O. Box 388                                  | Keystone Heights | FL    | 32656    | 252-84-7403            |
| Steve Linton           | Cust. Serv. Ofcr. | 3540 SW Archer Rd. #322                        | Gainesville      | FL    | 32608    | 078-48-3196            |
| Marianne Mitchell      | Credit Card Mgr.  | P. O. Box 428                                  | Archer           | FL    | 32618    | 265-25-3527            |
| Linda P. Rice          | Br. Opr. Ofcr.    | 6954 Immokalee Road                            | Keystone Heights | FL    | 32656    | 263-27-6451            |
| Suzanne Taggart        | Br. Opr. Ofcr.    | 4919 SW 57th Drive                             | Gainesville      | FL    | 32608    | 432-55-5427            |
| Debra Gray             | Compliance Ofcr.  | 7713 SW 9th Place                              | Gainesville      | FL    | 32607    | 263-96-9512            |
| John Martin            | Auditor           | 6790 Sprg. Lk. Vill. Rd.                       | Keystone Heights | FL    | 32656    | 267-66-7514            |