

F01000004048

Florida Department of State
Division of Corporations
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To:

Division of Corporations
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SECRETARY OF STATE
DIVISION OF CORPORATIONS
2003 JUL 24 PM 4:54

BASIC AMENDMENT

BLACK DIAMOND FINANCIAL GROUP, INC.

RECEIVED
03 JUL 24 PM 2:32
DIVISION OF CORPORATIONS

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$43.75

name change

0.7/28/03
7/24/03



DEPARTMENT OF FINANCIAL SERVICES

July 22, 2003

Ms. Deanna Voss
Vice President/Secretary
Black Diamond Financial Group, Inc.
3505 Silverside Road
206 Plaza Centre Building
Wilmington, Delaware 19810

Dear Ms. Voss:

Re: Bank of St. Petersburg Holdings, Inc.

Thank you for your recent letter/fax requesting name approval of the above-referenced name which will be a bank holding company for Bank of St. Petersburg, located in St. Petersburg, Florida.

As Section 655.922, Florida Statutes, exempts a financial institution, holding company or its subsidiaries from the prohibition of using the word "bank," "banker," "banking," "trust company," "savings and loan association," "savings bank," or "credit union" in its corporate name, the Office of Financial Institutions will not object to the use of the above corporate name being registered to transact business as a foreign corporation in the state of Florida.

Sincerely,

A handwritten signature in black ink that reads "Linda B. Charity". The signature is fluid and cursive.

Linda B. Charity
Deputy Director

LBC:ker

cc: Karon Beyer, Chief, Bureau of Commercial Recordings,
Division of Corporations, Secretary of State's Office

July 24, 2003

BLACK DIAMOND FINANCIAL GROUP, INC.
206 PLAZA CENTRE BUILDING
3505 SILVERSIDE ROAD
WILMINGTON, DE 19810

SUBJECT: BLACK DIAMOND FINANCIAL GROUP, INC.
REF: F01000004048

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Written approval and clearance of the terms BANK, BANKER, BANKING, TRUST COMPANY, BANCSHARES, SAVINGS & LOAN ASSOCIATION, SAVINGS BANK, or CREDIT UNION or words of similar import, must be obtained from the Office of Financial Institutions, pursuant to section 655.922(2a), Florida Statutes.

Enclosed is a "Name Approval Request" form to be filled out and sent to the address indicated on the form. If the proposed name is approved by the Office of Financial Institutions, resubmit the document and approval letter to the Division of Corporations for filing.

THE "NAME APPROVAL REQUEST" FORM HAS BEEN FAXED APART FROM THE REJECT LETTER.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6906.

Darlene Connell
Document Specialist

FAX Aud. #: H03000240033
Letter Number: 403A00043206

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F01000004048

(Document number of corporation (if known))

1. Black Diamond Financial Group, Inc.

(Name of corporation as it appears on the records of the Department of State)

2. Delaware

(Incorporated under laws of)

3. August 1, 2001

(Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? July 23, 2003

5. Bank of St. Petersburg Holdings, Inc.

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

Deanna Voss
(Signature of the chairman or vice chairman of the board, president, or any officer, or if the corporation is in the hands of a receiver, trustee, or other court-appointed fiduciary, by that fiduciary)

Deanna Voss
(Typed or printed name)

July 23, 2003
(Date)

Vice President and Secretary
(Title)

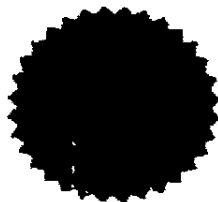
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Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "BLACK DIAMOND FINANCIAL GROUP, INC.", FILED A RESTATED CERTIFICATE, CHANGING ITS NAME TO "BANK OF ST. PETERSBURG HOLDINGS, INC.", THE TWENTY-THIRD DAY OF JULY, A.D. 2003, AT 1:19 O'CLOCK P.M.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3384972 8320

AUTHENTICATION: 2545632

030481716

DATE: 07-24-03