

**OFFICE OF THE COMPTROLLER**  
DEPARTMENT OF BANKING AND FINANCE  
**STATE OF FLORIDA**  
TALLAHASSEE  
32399-0350

December 18, 2001

Eric A. Koontz, Esquire  
Troutman Sanders LLP  
Bank of America Plaza  
600 Peachtree Street, NE – Suite 5200  
Atlanta, Georgia 30308-2216

Dear Mr. Koontz:

Re: PAB Bankshares, Inc.

Reference is made to your recent letter/fax requesting approval of the above-referenced corporate name which will be a one bank holding company for The Park Avenue Bank, located in Valdosta, Georgia.

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. Therefore, the Division of Banking will not object to the use of the above corporate name being registered to transact business in the state of Florida.

Sincerely,

Alex Hager  
Director

AH:kr

cc: Karon Beyer, Chief, Bureau of Corporate Records  
Division of Corporations, Secretary of State's Office

FILED  
01 DEC 28 PM 9:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA**

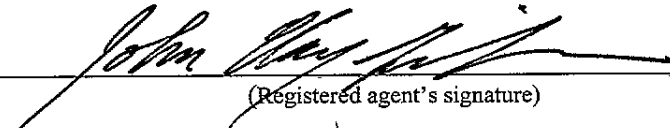
*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO  
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. PAB Bankshares, Inc.  
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Georgia 3. 58-1473302  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. May 14, 1982 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. January 1, 2001  
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")  
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 3250 North Valdosta Road  
(Principal office address)  
Valdosta, Georgia 31602  
(Current mailing address)
8. Registered bank holding company under the Bank Holding Company Act  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)  
Name: John Clay Gibson  
Office Address: 8375 Southwest State Road 200  
Ocala, Florida 34481  
(City) (Zip code)

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**10. Registered agent's acceptance:**

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

  
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attachment

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

B. OFFICERS

President: See attachment

Address: \_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: \_\_\_\_\_

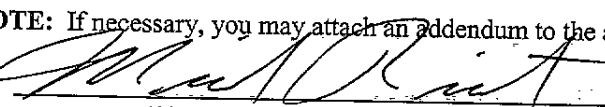
Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

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NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.   
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Michael E. Ricketson, Chief Executive Officer  
(Typed or printed name and capacity of person signing application)

## ATTACHMENT

### A. DIRECTORS

R. Bradford Burnette  
3250 North Valdosta Road  
Valdosta, Georgia 31602

Walter W. Carroll, II  
3250 North Valdosta Road  
Valdosta, Georgia 31602

James L. Dewar, Sr.  
3250 North Valdosta Road  
Valdosta, Georgia 31602

James L. Dewar, Jr.  
3250 North Valdosta Road  
Valdosta, Georgia 31602

Bill J. Jones  
3250 North Valdosta Road  
Valdosta, Georgia 31602

Thompson J. Kurrie, Jr.  
3250 North Valdosta Road  
Valdosta, Georgia 31602

James B. Lanier, Jr.  
3250 North Valdosta Road  
Valdosta, Georgia 31602

Kennith D. McLeod  
3250 North Valdosta Road  
Valdosta, Georgia

Paul E. Parker  
3250 North Valdosta Road  
Valdosta, Georgia 31602

F. Ferrell Scruggs, Sr.  
3250 North Valdosta Road  
Valdosta, Georgia 31602

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D. Ramsay Simmons, Jr.  
3250 North Valdosta Road  
Valdosta, Georgia 31602

John M. Simmons  
3250 North Valdosta Road  
Valdosta, Georgia 31602

Joe P. Singletary, Jr.  
3250 North Valdosta Road  
Valdosta, Georgia 31602

**B. OFFICERS**

R. Bradford Burnette, Chairman  
3250 North Valdosta Road  
Valdosta, Georgia 31602

Michael E. Ricketson, Chief Executive Officer  
3250 North Valdosta Road  
Valdosta, Georgia 31602

Jay Torbert, Chief Financial Officer  
3250 North Valdosta Road  
Valdosta, Georgia 31602

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TALLAHASSEE, FLORIDA

**Secretary of State**  
**Corporations Division**  
**315 West Tower**  
**#2 Martin Luther King, Jr. Dr.**  
**Atlanta, Georgia 30334-1530**

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TROUTMAN SANDERS  
ANNE M. ROBOTHAM  
600 PEACHTREE ST, NE, STE 5200  
ATLANTA, GA 30308

**CERTIFICATE OF EXISTENCE**

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

**PAB BANKSHARES, INC.**  
**A DOMESTIC PROFIT CORPORATION.**

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



*Cathy Cox*

Cathy Cox  
Secretary of State