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FOREIGN PROFIT QUALIFICATION

Nexity Bank

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

February 1, 2005

FLORIDA RESEARCH & FILING SERVICES, INC.

SUBJECT: NEXITY BANK
REF: W05000005145

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.

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

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

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Jason Merrick
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Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

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TALLAHASSEE, FLORIDA

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OFFICE OF FINANCIAL REGULATION

DON B. SAXON
COMMISSIONER

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FINANCIAL SERVICES
COMMISSION

JEB BUSH
GOVERNOR

TOM GALLAGHER
CHIEF FINANCIAL OFFICER

CHARLIE CRIST
ATTORNEY GENERAL

CHARLES BRONSON
COMMISSIONER OF
AGRICULTURE

January 27, 2005

Ms. Anne-Marie Myers
Legal Assistant
Balch & Bingham LLP
Post Office Box 306
Birmingham, Alabama 35201

Dear Ms. Myers:

Re: Nexity Bank

Thank you for your recent letter/fax requesting approval of the above-referenced name which is a state-chartered financial institution located in Birmingham, Alabama.

Section 655.922, Florida Statutes, exempts a financial institution, holding company or its subsidiaries from the prohibition of using the word "bank," "banc," "banque," "banker," "banking," "trust company," "savings and loan association," "savings bank," or "credit union" in its corporate name.

Therefore, the Office will not object to the use of the above name being registered as a foreign corporation in the state of Florida. This does not authorize the institution to engage in a banking business in the state of Florida. Proper regulatory approvals will be required.

Sincerely,

Linda B. Charity
Director
Division of Financial Institutions

LBC:ker

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

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TALLAHASSEE, FLORIDA

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**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. Nexity Bank
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Ent.," "Co.," or "Corp.")

- (If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)
2. Alabama 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. September 15, 1967 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. _____
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. 3500 Blue Lake Drive, Suite 330, Birmingham, Alabama 35243
(Principal office address)

- _____ (Current mailing address)
8. correspondent bank marketing activities by an Alabama State chartered bank.
(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 NOT acceptable)
 Name: NRAI Servicas, Inc.
 Office Address: 526 East Park Avenue
Tallahassee, Florida 32301
 (City) (Zip code)
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.*

- Guendolya Andrews Spl. Asst. Secretary
 (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:

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A. DIRECTORS

Chairman: _____

Address: see attached _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERSPresident: see attached _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. _____

(Signature of Director or Officer listed in number 12 of the application)

14. _____

DAVID F. Lott, President
(Typed or printed name and capacity of person signing application)2005 FEB -4 AM 11:24
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Nexity Bank**Officers and Directors**Board of Directors

Greg Lee
3500 Blue Lake Drive
Suite 330
Birmingham, Alabama 35243

David Long
3500 Blue Lake Drive
Suite 330
Birmingham, Alabama 35243

Jack Moran
3500 Blue Lake Drive
Suite 330
Birmingham, Alabama 35243

Denise Slupe
3500 Blue Lake Drive
Suite 330
Birmingham, Alabama 35243

Randy Dolyniuk
3500 Blue Lake Drive
Suite 330
Birmingham, Alabama 35243

Brad Burnette
3500 Blue Lake Drive
Suite 330
Birmingham, Alabama 35243

John Collins
3500 Blue Lake Drive
Suite 330
Birmingham, Alabama 35243

William Thornton, III
3500 Blue Lake Drive
Suite 330
Birmingham, Alabama 35243

Officers

Greg Lee
Chief Executive Officer
3500 Blue Lake Drive
Suite 330
Birmingham, Alabama 35243

David Long
President
3500 Blue Lake Drive
Suite 330
Birmingham, Alabama 35243

Jack Moran
Chief Financial Officer
3500 Blue Lake Drive
Suite 330
Birmingham, Alabama 35243

SECRETARY OF DEFENSE
TALLAHASSEE, FLORIDA

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Nancy L. Worley
Secretary of State

P.O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

I, Nancy L. Worley, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

the domestic corporation records on file in this office disclose that Nexity Bank incorporated in Marshall County, Birmingham, Alabama on September 15, 1967. I further certify that the records do not disclose that said Nexity Bank has been dissolved.



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

January 18, 2005

Date

A handwritten signature in cursive script, appearing to read 'Nancy L. Worley', written over a horizontal line.

Nancy L. Worley

Secretary of State
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