

F10000001388

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

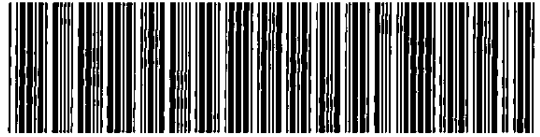
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:
*PA 3/19/10
Bank merger*

Office Use Only



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02/03/10--01012--015 **87.50

*MRS
3/19*

FILED
10 MAR 18 PM 3:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10710-5833

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: ATLANTIC SOUTHERN BANK

Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Jeannie Osborne (jeannie.osborne@bryancave.com)

Name of Person

Bryan Cave LLP

Firm/Company

Fourteenth Floor - 1201 W. Peachtree St. NW

Address

Atlanta, Georgia 30309

City/State and Zip code

csoto@atlanticsouthernbank.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Jeannie Osborne at (404) 572-4576

Name of Person

Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee \$78.75 Filing Fee & Certificate of Status \$78.75 Filing Fee & Certified Copy \$87.50 Filing Fee, Certificate of Status & Certified Copy



OFFICE OF FINANCIAL REGULATION

DON B. SAXON
COMMISSIONER

**FINANCIAL SERVICES
COMMISSION**

CHARLIE CRIST
GOVERNOR

BILL MCCOLLUM
ATTORNEY GENERAL

ALEX SINK
CHIEF FINANCIAL OFFICER

CHARLES BRONSON
COMMISSIONER OF
AGRICULTURE

April 18, 2008

Ms. Jeannie Osborne
Paralegal
Bryan Cave LLP
1201 W. Peachtree Street, N.W.
Atlanta, GA 30309

Dear Ms. Osborne:

Re: Atlantic Southern Bank

Reference is made to your recent letter/fax requesting approval of the above-referenced name which is a Georgia commercial bank, located in Macon, Georgia.

As Section 655.922, Florida Statutes, exempts a financial institution, holding company or its subsidiaries from the prohibition of using the word "bank," "banco," "banque," "banker," "banking," "trust company," "savings and loan association," "savings bank," or "credit union," or words of similar import, in any context or in any manner in its corporate name. The Office will not object to the use of the above name being registered to transact business in the state of Florida. This does not authorize the institution to engage in banking, trust or insurance business or any other licensed activity in the state of Florida. Proper regulatory approvals will be required.

Sincerely,

Linda B. Charity
Director

LBC:bk

cc: Karon Beyer, Chief, Bureau of Commercial Recordings, Division of Corporations,
Department of State

FILED
10 MAR 18 PM 3:25
TALLAHASSEE, FLORIDA

~~BRYAN CAVE~~
POWELL GOLDSTEIN

FILED
10 MAR 18 PM 3:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Jeannie Osborne, Paralegal
Direct: 404-572-4576
Fax: 404-420-0586
jeannie.osborne@bryancave.com

February 2, 2010

Florida Secretary of State
New Filing Section
Divisions of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Application by Foreign Corporation For Authorization to Transact Business in
Florida – Atlantic Southern Bank

Ladies and Gentlemen:

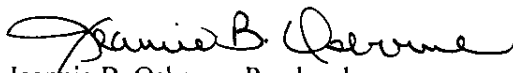
Enclosed for filing on behalf of Atlantic Southern Bank are an original and one copy of the Application by Foreign Corporation for Authorization to Transact Business in Florida. The Application includes the form Cover Letter and a Certificate of Existence issued by the Georgia Secretary of State.

Also enclosed are (i) a check in the amount of \$87.50 in payment of the \$70.00 filing fee, Certificate of Status and Certified Copy and (ii) a prepaid, self-addressed envelope for use in returning the documents to me.

Please note that Atlantic Southern Bank is a wholly-owned subsidiary of Atlantic Southern Financial Group, Inc. Atlantic Southern Financial Group, a Georgia corporation, acquired a Florida bank by merger on November 30, 2007. At that time, Atlantic Southern Financial Group, Inc. qualified to do business in Florida. Atlantic Southern Financial Group now wishes to qualify Atlantic Southern Bank as well.

If you have any questions or need anything further, please call the undersigned at (404) 572-4576.

Very truly yours,


Jeannie B. Osborne, Paralegal
BRYAN CAVE POWELL GOLDSTEIN

Bryan Cave LLP includes
Bryan Cave Powell Goldstein
One Atlantic Center
Fourteenth Floor
1201 W. Peachtree St., NW
Atlanta, GA 30309
Phone (404) 572-6600
Fax (404) 572-6999
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POLITICAL AFFAIRS SUBSIDIARY

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St. Louis



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 4, 2010

JEANNIE OSBORNE
BRYAN CAVE LLP
1201 W. PEACHTREE ST. NW, FOURTEENTH FLO
ATLANTA, GA 30309

SUBJECT: ATLANTIC SOUTHERN BANK
Ref. Number: W10000005833

We have received your document for ATLANTIC SOUTHERN BANK and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Written approval and clearance of the words BANK, BANC, BANCO, BANQUE, BANKER, BANKING, TRUST COMPANY, SAVINGS AND LOAN ASSOCIATION, SAVINGS BANK or CREDIT UNION, or words of similar import in any context or any manner must be obtained from the Office of Financial Regulation, pursuant to section 655.922(2a), Florida Statutes.

Enclosed is a "Corporate Name Approval Request" form to be completed 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 the approval letter to the Division of Corporations for filing. The Office of Financial Institutions' phone number is 850-410-9800.

If you have any questions concerning the filing of your document, please call (850) 245-6879.

Ruby Dunlap
Regulatory Specialist II

Letter Number: 210A00002953

RECEIVED
20 MAR 18 PM 12:18
FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32304

**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. ATLANTIC SOUTHERN BANK

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

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. GEORGIA

(State or country under the law of which it is incorporated)

3. _____

(FEI number, if applicable)

4. 7/31/2001

(Date of incorporation)

5. PERPETUAL

(Duration: Year corp. will cease to exist or "perpetual")

11-30-2007

6. _____

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

1701 BASS ROAD, MACON, GA 31210

7. _____

(Principal office address)

ATLANTIC SOUTHERN BANK

(Current mailing address)

8. BANKING COMPANY

(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: TONI HIGGS

Office Address: 13474 ATLANTIC BLVD.

JACKSONVILLE

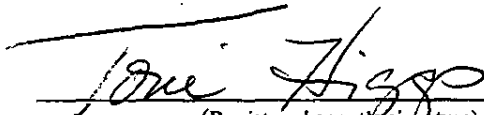
(City)

, Florida 32225

(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.



(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.

FILED
10 MAR 18 PM 3:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

10 MAR 18 PM 3:26

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: William A. Fickling, III

Address: 1701 Bass Road

Macon, GA 31210

Vice Chairman: Mark A. Stevens

Address: 1701 Bass Road

Macon, GA 31210

Director: Raymond O. Ballard, Jr.

Address: 1701 Bass Road

Macon, GA 31210

Director: Peter R. Cates

Address: 1701 Bass Road

Macon GA 31210

B. OFFICERS

President: Edward P. Loomis, Jr.

Address: 1701 Bass Rd

Macon, GA 31210

Vice President: _____

Address: _____

Secretary: Carol W. Soto

Address: 1701 Bass Road, Macon, GA 31210

Treasurer: Carol W. Soto (Chief Financial Officer)

Address: 1701 Bass Road, Macon, GA 31210

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

13. Carol W. Soto

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

14. Carol W. Soto, Chief Financial Officer

(Typed or printed name and capacity of person signing application)

Control No. 0134897

STATE OF GEORGIA

Secretary of State

Corporations Division

315 West Tower

#2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

FILED
10 MAR 18 PM 3:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF EXISTENCE

I, Wesley B. Tailor, Secretary of State and the Corporations Commissioner of the state of Georgia, hereby certify under the seal of my office that

ATLANTIC SOUTHERN BANK

Domestic Bank

was duly incorporated on 07/31/2001 in Georgia. Said corporation 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.

This certificate is issued under the authority of Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence of the existence or nonexistence of the facts stated herein.

This certificate applies only to filings pursuant to Title 14 of the Official Code of Georgia Annotated. Information concerning bank related filings must be certified by the Georgia Department of banking and Finance.



WITNESS my hand and official seal of the City of Atlanta and the State of Georgia on 2nd day of February, 2010

Wesley B Tailor

Wesley B. Tailor
Deputy Secretary of State