

BANK OF CENTRAL FLORIDA

1401 LEE ROAD

ORLANDO, FLORIDA 32810

DONALD C. ROGERS
PRESIDENT

F 53724

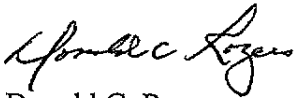
February 15, 2002

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Gentlemen:

Enclosed is a Certificate of Surrender of State Charter along with our check in the amount of \$35.00 for our filing fee.

Sincerely,



Donald C. Rogers
President, Orlando Area
First National Bank of Florida

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*****35.00 *****35.00

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Enclosure

FILED
02 FEB 18 AM 8:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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merger



FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

CERTIFICATE OF SURRENDER OF STATE CHARTER

This is to certify that Bank of Central Florida
(Corporate Name)

(Corporate Document Number) located at 1401 Lee Road
(Street Address)

Orlando, Florida 32810
(City/State/Zip)

has completed the Merger/~~Conversion~~ (circle one) of said corporation to or into a National ~~Bank~~
institution under the name of

First National Bank of Florida

effective January 31, 2002, and does hereby surrender its charter as a state
chartered institution and Florida corporation.

This certificate is signed by an authorized officer this 13th day of
February, 19 2002.

First National Bank of Florida
(Institution Name)

Donald C. Rogers
(Authorized Officer)

FILED
02 FEB 18 AM 8:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILING FEE: \$35

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