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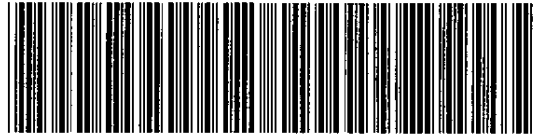
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SMITH MACKINNON, PA

ATTORNEYS AT LAW

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JOHN P. GREELEY

June 11, 2009

Via Federal Express

Florida Secretary of State
Attention: Karon Beyer
Division of Corporations
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Liberty Bancorporation

Dear Karon:

Please find enclosed the following documents relating to the above-referenced corporation:

1. Original Restated Articles of Incorporation submitted for filing.
2. A check in the amount of \$52.50 for the filing fee and two certified copies of the Restated Articles of Incorporation; and
3. Two originals of the executed Restated Articles of Incorporation.

Please file the enclosed documents and return to us a certified copy of the Restated Articles of Incorporation. If you have any questions regarding the enclosed, please call me immediately.

We appreciate your assistance.

Very truly yours,


John P. Greeley

JPG:erw
Enclosures
Copy to:

John R. Christman
President and Chief Executive Officer
Liberty Bancorporation

RESTATED
ARTICLES OF INCORPORATION
OF
LIBERTY BANCORPORATION

FILED
09 JUN 12 PM 3:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Liberty Bancorporation, whose Restated Articles of Incorporation were filed by the Florida Department of State on May 20, 2008, does hereby file the following Restated Articles of Incorporation pursuant to Section 607.1007, of the Florida Business Corporation Act (the "Act").

ARTICLE I

Name

The name of the Corporation is Old Florida Bancshares, Inc.

ARTICLE II

Duration

The Corporation shall exist perpetually, commencing October 27, 1983.

ARTICLE III

Purpose

The general purpose of the Corporation shall be the transaction of any and all lawful business for which corporations may be incorporated under the Act. The Corporation shall have all of the powers enumerated in the Act and all such other powers as are not specifically prohibited to corporations for profit under the laws of the State of Florida.

ARTICLE IV

Capital Stock

A. **Number and Class of Shares Authorized; Par Value.**

The Corporation is authorized to issue the following shares of capital stock:

(1) **Common Stock.** The aggregate number of shares of common stock (referred to in these Restated Articles of Incorporation as "Common Stock") which the Corporation shall have authority to issue is 15,000,000 with a par value of \$.01 per share.

B. Common Stock Voting Rights.

Each record holder of Common Stock shall be entitled to one vote for each share held. Holders of Common Stock shall have no cumulative voting rights in any election of directors of the Corporation.

C. Preemptive Rights.

Holders of Common Stock shall not have as a matter of right any preemptive or preferential right to subscribe for, purchase, receive, or otherwise acquire any part of any new or additional issue of stock of any class, whether now or hereafter authorized, or of any bonds, debentures, notes, or other securities of the Corporation, whether or not convertible into shares of stock of the Corporation.

D. Stock Split.

Each of the shares of Common Stock of the Corporation issued and outstanding at the close of business on the date these Restated Articles of Incorporation shall become effective shall be and is hereby automatically divided (without any further act) into six fully-paid and nonassessable shares of Common Stock. Accordingly, each holder of record of Common Stock at the close of business on the date these Restated Articles of Incorporation shall become effective, shall, without further action, be and become the holder of five additional shares of Common Stock for each share of Common Stock held of record immediately prior thereto. Each certificate representing shares of Common Stock outstanding immediately prior to such time shall continue to represent the same number of shares of Common Stock and, as promptly as practicable thereafter, the Corporation shall issue and cause to be delivered to each holder of record of shares of Common Stock at the close of business on the date this amendment becomes effective an additional certificate or certificates representing five additional shares of Common Stock for each share of Common Stock held of record immediately prior thereto.

ARTICLE V
Directors

The number of Directors of the Corporation shall be the number from time to time fixed in accordance with the provisions of the bylaws of the Corporation, but at no time shall the number of Directors be less than one.

ARTICLE VI
Registered Office and Agent; Principal Place of Business

The street address of the registered office of the Corporation shall be 502 North Highway 17-92, Longwood, Florida 32750, and the registered agent of the Corporation at such address shall be John R. Christman. The principal place of business and the mailing address of the Corporation shall

be 502 North Highway 17-92, Longwood, Florida 32750. The Corporation may change its registered agent, the location of its registered office, its principal place of business, or its mailing address, or any of the foregoing, from time to time without amendment of these Restated Articles of Incorporation.

ARTICLE VII
Amendment of Articles of Incorporation

These Restated Articles of Incorporation may be amended in the manner from time to time prescribed by law.

ARTICLE VIII
Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

CERTIFICATE

The foregoing Restated Articles of Incorporation were adopted by the holders of outstanding shares of common stock, being the sole voting group entitled to vote thereon, and the number of votes cast for the Restated Articles of Incorporation by the shareholders was sufficient for approval by them.

IN WITNESS WHEREOF, the undersigned President of this Corporation has executed these Restated Articles of Incorporation on the 8th day of June, 2009.

OLD FLORIDA BANCSHARES, INC.

By: Jack G. Prevost Pres.
Jack G. Prevost, President

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 8 day of June, 2009,
by Jack G. Prevost, as President for Old Florida Bancshares, Inc.



Patricia Richards
Printed Name: Patricia Richards
Notary Public, State of Florida

Personally Known ☒ or Produced Identification ☐
Type of Identification Produced _____

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE
SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

Old Florida Bancshares, Inc.. (the "Corporation") has named and designated John R. Christman as its Registered Agent to accept service of process within the State of Florida with its registered office located at 502 North Highway 17-92, Longwood, Florida 32750.

ACKNOWLEDGEMENT

Having been named as Registered Agent for the Corporation at the place designated in this Certificate, I hereby agree to act in this capacity; and I am familiar with and accept the obligations relating to service as a registered agent, as the same may apply to the Corporation; and I further agree to comply with the provisions of Florida Statutes, Section 48.091 and all other statutes, all as the same may apply to the Corporation relating to the proper and complete performance of my duties as Registered Agent.

Dated this 29th day of May, 2009.



John R. Christman, Registered Agent