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TOLLER'S OFFICE

99 MAR 11 PM 12:02

CASHIER'S OFFICE

UNION
PLANTERS
BANK

March 10, 1999

Kathy E. Ryan
Administrative Assistant
Division of Banking
101 East Gaines Street
Tallahassee, FL 32399-0350

400002812934--0
-03/22/99--01002--004
*****35.00 *****35.00

Dear Ms. Ryan:

Enclosed is the completed Certificate of Surrender of State Charter for Ready State Bank together with the check in the amount of \$35.00 for the filing fee.

Please forward any future correspondence to my attention at the address indicated below.

If you have any questions, please do not hesitate to call me at (305) 536-1724.

Sincerely,



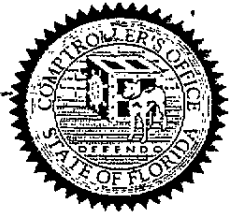
Luba Milbauer
Senior Vice President
Compliance and CRA Officer

LM/mv

Enclosures

FILED
99 MAR 22 AM 8:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Surrender Charter
3-27-99
EC



ROBERT F. MILLIGAN
COMPTROLLER OF FLORIDA

OFFICE OF THE COMPTROLLER

DEPARTMENT OF BANKING AND FINANCE

STATE OF FLORIDA

TALLAHASSEE

32399-0350

March 18, 1999

Ms. Sherry Wertz
Akerman, Senterfitt & Eidson, P.A.
Phillips Point East Tower
Suite 900
777 South Flagler Drive
West Palm Beach, FL 33401

Dear Ms. Wertz:

Re: "Advantage Bankshares, Inc."

Reference is made to your letter/fax requesting approval of the above-referenced corporate name which will be a holding company for Advantage Bank, located in Palm Beach Gardens, Florida.

As Section 655.922(2)(a), Florida Statutes, exempts a financial institution, holding company or its subsidiaries from the prohibition against using the word "bank", "banker", "banking", "trust company", "savings and loan association", "savings bank", or "credit union" in its corporate name, the Division of Banking will not object to the use of the above corporate name being registered as a foreign corporation to transact business in the State of Florida.

Sincerely,

Art Simon
Director
Division of Banking
101 E. Gaines Street
Fletcher Bldg.-6th Floor
Tallahassee, FL 32399-0350
(850) 410-9111

:kr

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



FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

CERTIFICATE OF SURRENDER OF STATE CHARTER

This is to certify that READY STATE BANK
(Corporate Name)

858 located at 3700 WEST 12th AVENUE
(Corporate Document Number) (Street Address)

HIALEAH, FLORIDA 33012
(City/State/Zip)

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

UNION PLANTERS BANK, NATIONAL ASSOCIATION

effective DECEMBER 31, 1998, and does hereby surrender its charter as a state
chartered institution and Florida corporation.

This certificate is signed by an authorized officer this 4 day of

MARCH, 1999

UNION PLANTERS BANK, N.A.

(Institution Name)

Luba H. Milbauer

LUBA MILBAUER, SENIOR VICE PRESIDENT

(Authorized Officer)

FILING FEE: \$35