

H40134

Inter-Office
Communication

Comptroller of Florida
Division of Banking

DATE: April 9, 1998

TO: Karon Beyer, Department of State
Division of Corporations - Bureau of Commercial Recording

FROM: John A. Pullen, Licensing and Chartering *JAP*

SUBJECT: Articles Amendment for Destin Bank to Reflect Acquisition
of Trust Powers

Please file the attached articles amendment (original and three copies) using today's date as the effective date.

Please make the following distribution of certified copies:

- (1) One copy to: Division of Banking
Office of Licensing and ~~7000002484827--0~~
101 East Gaines Street -04/10/98--01026--024
Tallahassee, Florida 32399-0350 ****157.50 ****157.50
- (2) One copy to: Federal Deposit Insurance Corporation
Suite 1600, One Atlantic Center
1201 West Peachtree Street, Northeast
Atlanta, Georgia 30309-3449
- (3) One copy to: Mr. Ronny Clay
Executive Vice President
Destin Bank ~~7000002484827--0~~
Post Office Box 248 -04/10/98--01026--025
Destin, Florida 32540 *****35.00 *****35.00

Also attached are two checks, totalling \$192.50, which represent payment of applicable filing fees. If you have any questions, please call me at 414-8067.

JAP:bms

Attachment

cc: Federal Deposit Insurance Corporation, Atlanta, Georgia
Bureau of Financial Institutions - District I
David Burgess

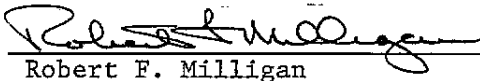
FILING 35.00
R. AGENT
CERT. COPY 157.50
CUS
OVERPAYMENT
TOTAL 192.50

FILED
98 APR -9 AM 11:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Amend
LFT*

4-10-98

Approved by the Department of Banking and Finance this 12th day of MARCH, 1998.



Robert F. Milligan
Comptroller of Florida

ARTICLES OF AMENDMENT

FILED
98 APR -9 AM 11:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

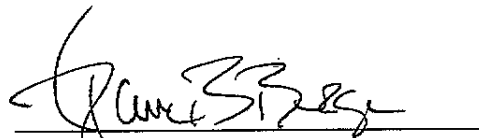
The undersigned officer, for the purpose of amending the Amended and Restated Articles of Incorporation of Destin Bank, a Florida banking association, does hereby submit the following Articles of Amendment and does state as follows:

1. The name of the corporation is Destin Bank.
2. The existing Amended and Restated Articles of Incorporation of Destin Bank are amended by adding a new Section 3 to Article II to read as follows:

Section 3. The corporation shall have such trust powers as authorized by Chapters 658 and 660 of Title XXXVIII of the Florida Statutes, as now in effect or as may hereafter be amended.
3. The Amendment does not provide for any exchange, reclassification or cancellation of issued shares.
4. The Amendment was approved by a majority of the Board of Directors of Destin Bank on August 19, 1997.
5. The Amendment was approved by the unanimous Written Consent of the Sole Shareholder of Destin Bank on February 6, 1998.
6. There being only one shareholder of Destin Bank, and all shares held by the sole shareholder being cast in favor of the Amendment, the votes FOR the Amendment by the shareholder were sufficient for approval of the Amendment.

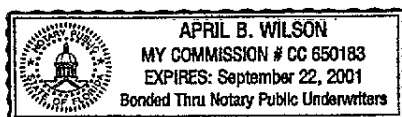
IN WITNESS WHEREOF, the undersigned President of Destin Bank does hereby certify the contents hereof to be true to the best of his knowledge and belief.

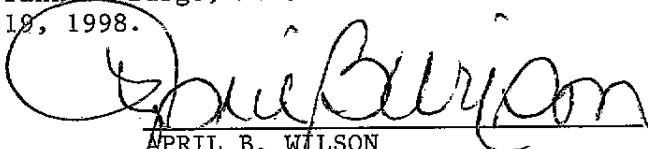
This 6th day of FEBRUARY, 1998.


Frank B. Burge, President

STATE OF FLORIDA
COUNTY OF OKALOOSA

Before me, personally appeared Frank B. Burge, President of Destin Bank who is personally known to me. February 19, 1998.




APRIL B. WILSON
Notary Public