

J49110

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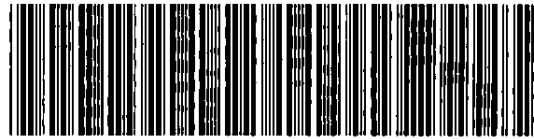
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AKR
6/1/09

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: FLORIDA FIRST CITY BANKS, INC.

DOCUMENT NUMBER: J49110

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

JANA W. CAPELLO

Name of Contact Person

HASKELL SLAUGHTER YOUNG & REDIKER

Firm/ Company

1400 PARK PLACE TOWER, 2001 PARK PLACE NORTH

Address

BIRMINGHAM, AL 35203

City/ State and Zip Code

JWC@HSY.COM

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

For further information concerning this matter, please call:

JANA W. CAPELLO

Name of Contact Person

at (205) 254-1475

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☒ \$43.75 Filing Fee &
Certified Copy
(Additional copy is enclosed)

☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy is enclosed)

Mailing Address

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

Street Address

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

FILED

ARTICLES OF AMENDMENT
TO
RESTATED AND AMENDED
ARTICLES OF INCORPORATION
OF

2009 MAY 28 PM 2: 23

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA FIRST CITY BANKS, INC.

J49110

(Document number of Corporation)

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its Restated and Amended Articles of Incorporation:

FIRST: The name of the corporation is Florida First City Banks, Inc.

SECOND: Article IV of the Articles of Incorporation is hereby deleted in its entirety and the following is substituted in lieu thereof:

ARTICLE IV – CAPITAL STOCK

The authorized capital stock of this corporation shall consist of 10,000,000 shares of common stock, par value \$0.01 per share.

THIRD: Article V of the Articles of Incorporation is hereby deleted in its entirety and the following is substituted in lieu thereof:

ARTICLE V – PREEMPTIVE RIGHTS

No shareholder of this corporation shall have preemptive rights.

FOURTH: Article VI of the Articles of Incorporation is hereby deleted in its entirety and the following is substituted in lieu thereof:

ARTICLE VI – INDEMNIFICATION

This corporation shall indemnify any person who was or is a party to any proceeding by reason of the fact that he or she is or was a director, officer, employee or agent of this corporation or is or was serving at the request of this corporation as a director, officer, employee or agent of another corporation or other business entity to the full extent permitted by law, and shall advance funds for expenses incurred by any director or officer (or former director or officer) of this corporation in connection with any such proceeding in accordance with the

provisions of Section 607.0850, Florida Statutes, or any successor provisions thereto.

FIFTH: The amendment was adopted on May 26 2009.

SIXTH: The amendment was approved by the shareholders of the corporation. The number of votes cast for the amendment was sufficient for approval.

Signed this 26 day of May, 2009.

FLORIDA FIRST CITY BANKS, INC.

By 

Printed Name John C. McGee

Title Chairman & CEO