

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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-12/02/97--01004--008
140.00 **87.50
140.00

Rutland Bank

See attached letter

Amend & name change
KFS
12-97

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

RECEIVED
97 DEC -1 PM 3:48
DIVISION OF CORPORATION
FILED
97 DEC -1 PM 4:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

____ Art of Inc. File _____
____ LTD Partnership File _____
____ Foreign Corp. File _____
____ L.C. File _____
____ Fictitious Name File _____
____ Trade/Service Mark _____
____ Merger File _____
✓ ____ Art. of Amend. File _____
____ RA Resignation _____
____ Dissolution / Withdrawal _____
____ Annual Report / Reinstatement _____
✓ ____ Cert. Copy *X2* _____
____ Photo Copy _____
____ Certificate of Good Standing _____
____ Certificate of Status _____
____ Certificate of Fictitious Name _____
____ Corp Record Search _____
____ Officer Search _____
____ Fictitious Search _____
____ Fictitious Owner Search _____
____ Vehicle Search _____
____ Driving Record _____
____ UCC 1 or 3 File _____
____ UCC 11 Search _____
____ UCC 11 Retrieval _____
____ Courier _____

Inter-Office
Communication



Robert F. Milligan
Comptroller of Florida

DATE: December 1, 1997

TO: Louise Flemming-Jackson, Division of Corporations

FROM: *Bill* Bill Lott, Division of Banking

SUBJECT: Article Amendments - Rutland Bank
St. Petersburg, Florida

Please file the enclosed amendments to the Articles of Incorporation of Rutland Bank, St. Petersburg, Florida, as soon as possible.

Please make the following distribution of the two (2) certified copies:

- (1) Return one (1) copy to: Bureau of Financial Institutions, District I
Division of Banking
Fletcher Building, Suite 636
101 East Gaines Street
Tallahassee, Florida 32399-0350
- (2) Provide one (1) copy to: Capital Connection, Inc.
417 E. Virginia Street, Suite 1
Tallahassee, Florida 32302
Telephone 224-8870

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

It is my understanding that a runner for Capital Connection, Inc., will pick up that company's copy to forward to its client.

Also enclosed is a check for \$140.00 representing the filing and certified copy fees. If you have any questions, please contact me at 488-9570.

Enclosures

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
RUTLAND BANK

FILED
97 DEC -1 PM 4: 07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, the undersigned Corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the Corporation is RUTLAND BANK.
2. The text of the amendments are as follows:

ARTICLE I - NAME AND OFFICE

The name of the corporation shall be FIRST STATE BANK OF PINELLAS and its principal place of business, shall be 7555 Ninth Street North, St. Petersburg, Pinellas County, Florida.

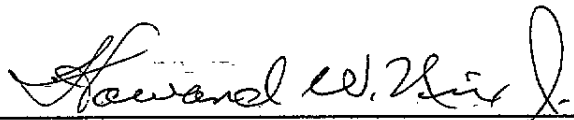
ARTICLE V - DIRECTORS

The number of Directors shall not be fewer than Five (5). A majority of the full Board of Directors may, at any time during the year following the Annual Meeting of Stockholders, increase the number of Directors by not more than Two (2) and appoint persons to fill the resulting vacancies.

3. The amendments were adopted on the 13th day of November, 1997.
4. The amendments were duly approved by the holders of a sufficient number of the single class of common capital stock present in accordance with Section 607.1006 of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment, this

18th day of November, 1997.


Howard W. Nix, Jr., President

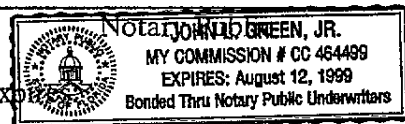
COUNTY OF PINELLAS

The foregoing Articles of Amendment were acknowledged before me this 18 day of November, 1997, by HOWARD W. NIX, JR., who is personally known to me or has produced _____ as identification. (strike one)

Sign: _____

Print Name:

My Commission Expires: 01/01/2011



The forgoing Amendment is approved this 26th day of November, 1997.

FLORIDA DEPARTMENT OF BANKING AND
FINANCE

By:

Its: