

K59519

(Requestor's Name)

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(City/State/Zip/Phone #)

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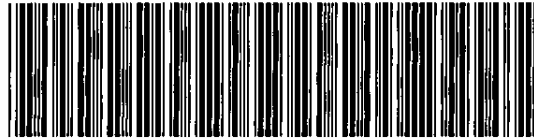
(Business Entity Name)

(Document Number)

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**SMITH MACKINNON, PA**

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JOHN P. GREELEY

February 23, 2007

***Via Federal Express***

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

Re: Bankers' Bancorporation of Florida, Inc.

Dear Karon:

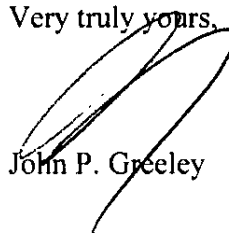
Enclosed are the following documents relating to the above-referenced corporation:

1. An original and two copies of an Amendment to the Articles of Incorporation of Orion Bancorp, Inc.
2. A check in the amount of \$52.50 (\$35.00 for filing fee and \$17.50 for two certified copies of the Articles of Amendment to the Articles of Incorporation).

Please file the enclosed document as soon as possible and return to us two certified copies of the Amendment. If you have any questions regarding the enclosed, please do not hesitate to call me at your convenience.

Thank you for your assistance.

Very truly yours,

  
John P. Greeley

JPG:erw  
Enclosures

Copy to: Paul S. Allen  
Senor Vice President and CFO  
Bankers' Bancorporation of Florida, Inc.

ARTICLES OF AMENDMENT  
TO  
RESTATED ARTICLES OF INCORPORATION  
OF  
BANKERS' BANCORPORATION OF FLORIDA, INC.

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TALLAHASSEE, FLORIDA

Pursuant to Section 607.1006, Florida Statutes, the Restated Articles of Incorporation of Bankers' Bancorporation of Florida, Inc. are hereby amended as follows:

FIRST: Paragraph 1 of Article IV of the Restated Articles of Incorporation is hereby amended by deleting the text of such provision in its entirety and insert in lieu thereof the following:

ARTICLE IV

CAPITAL STOCK

1. Number and Class of Shares Authorized; Par Value.

The capital stock authorized, the par value thereof, and the class of such stock shall be as follows:

<u>Number of Shares Authorized</u>	<u>Par Value Per Share</u>	<u>Class Of Stock</u>
250,000	\$20.00	Common

The consideration for all of the above stock shall be payable at a just valuation to be fixed by the Board of Directors of the Corporation. Only those person/entities entitled to be shareholders in a bankers' bank shall be entitled to hold shares in the Corporation.

SECOND: The foregoing amendment was adopted by the Board of Directors on February 16, 2007 without shareholder action, as that shareholder action was not required.

IN WITNESS WHEREOF, the undersigned has caused these Articles of Amendment to be executed and attested to by its duly authorized officer as of this 20<sup>th</sup> day of February, 2007.

BANKERS' BANCORPORATION OF FLORIDA, INC.

By: \_\_\_\_\_

James H. McKillop, III  
President and Chief Executive Officer

STATE OF FLORIDA  
COUNTY OF SEMINOLE

The foregoing instrument was acknowledged before me this 20<sup>th</sup> day of February, 2007,  
by James H. McKillop, III as President and Chief Executive Officer of Bankers' Bancorporation of  
Florida, Inc., on behalf of the Corporation.

ROSE MARIE BARONE  
Printed Name: Rose Marie Barone  
Notary Public, State of Florida

Personally Known ☒ or Produced Identification ☐  
Type of Identification Produced \_\_\_\_\_

