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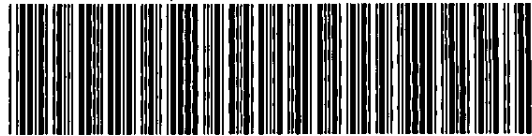
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EXAMINER

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Account Number FCA000000017

Date:

6/15/10

Requestor Name: Carlton Fields

Address: Post Office Box 190  
Tallahassee, Florida 32302

Telephone: (850) 513-3619 (direct)  
(850) 224-1585

Contact Name: Kim Pullen, CP, FRP

Corporation Name:

FSNB Holding No. 1, L.L.C.

Entity Number (if applicable):

Authorization:

Kim Pullen

☒

Articles  
Certified Copy

☒

Certificate of Status

☒

New Filings

☐ Plain Stamped Copy

☐ Annual Report

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☐ Amendments

☐ Registration

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**ARTICLES OF ORGANIZATION**  
**OF**  
**FSNB HOLDING NO. 1, L.L.C.**

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The undersigned organizer, who is the authorized representative of the sole initial Member of FSNB Holding No. 1, L.L.C., a Florida limited liability company (the "Company") under the Florida Limited Liability Company Act (the "Act"), hereby adopts the following Articles of Organization (the "Articles").

**ARTICLE 1. - NAME**

The name of the Company is FSNB Holding No. 1, L.L.C., a Florida limited liability company.

**ARTICLE 2. - DURATION**

The period of duration of the Company shall be until perpetual, unless terminated earlier pursuant to the Company's Operating Agreement (the "Agreement").

**ARTICLE 3. - GENERAL POWERS**

The Company shall have all of the powers as are provided for in the Act.

**ARTICLE 4. - PRINCIPAL OFFICE**

The mailing address and the street address of the principal office of the Company is:

99 Lancaster Street  
Stanford, KY 40484

**ARTICLE 5. - INITIAL REGISTERED AGENT AND ADDRESS**

The name and street address of the initial registered agent of the Company for service of process is:

William J. Deas, Esq.  
William J. Deas, P.A.  
2215 River Boulevard  
Jacksonville, Florida 32204

**ARTICLE 6. - INITIAL MEMBER**

The initial Member of the Company shall be First Southern National Bank.

**ARTICLE 7. - ADDITIONAL MEMBERS**

The Member shall be entitled to admit additional Members upon the consent of the Managing Member. Following the consent of the Managing Member, any prospective Member shall become a Member upon payment of his, her, or its contribution to the capital of the Company and upon such prospective Member's agreement to comply with the Articles and the Agreement.

**ARTICLE 8. - DISSOLUTION OF COMPANY**

The death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member shall terminate the membership of that Member in the Company.

**ARTICLE 9. - MANAGING MEMBER**

The Management of the Company shall be vested in the Managing Member as set forth in the Agreement. The name and address of the initial Managing Member of the Company, who shall serve as the Managing Member of the Company until its successor is elected and qualified is as follows:

**NAME:**

First Southern National Bank

**ADDRESS:**

99 Lancaster Street  
Stanford, KY 40484

**ARTICLE 10. - RETURN OF CAPITAL**

No Member shall have the right to the return of its contribution to capital except as provided in the Agreement.

**ARTICLE 11. - AMENDMENT OF ARTICLES OF ORGANIZATION**


These Articles may be amended by a majority vote of the Members of the Company.

**ARTICLE 12. - OPERATING AGREEMENT**

The Agreement of the Company shall be initially approved and adopted by a majority vote of the Members of the Company; and may be subsequently amended by a majority vote of the Members of the Company.

IN WITNESS WHEREOF, the undersigned organizer has executed the foregoing Articles Of Organization as of the 15 day of June, 2010.


Organizer

  
A handwritten signature in black ink, appearing to read 'William J. Deas', is written over a horizontal line.

William J. Deas

**ACCEPTANCE OF DESIGNATION**  
**AS REGISTERED AGENT**

The undersigned, having been named as Registered Agent and to accept service of process for FSNB Holding No. 1, L.L.C., at the place designated in the Articles of Organization, hereby accepts the appointment as Registered Agent and agrees to act in this capacity. He further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties; and acknowledges that he is familiar with and accepts the obligations of his position as Registered Agent.

  
\_\_\_\_\_  
William J. Deas

June 5, 2010.

LAW OFFICE  
WILLIAM J. DEAS, P.A.  
2215 RIVER BOULEVARD  
JACKSONVILLE, FL 32204

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