

Inter-Office  
Communication

Robert F. Milligan  
Comptroller of Florida



**DATE:** January 28, 2000

**TO:** Louise Flemming-Jackson, Division of Corporations

**FROM:** Bill Lott, Division of Banking

**SUBJECT:** Articles of Incorporation - CenterState Bank of Florida  
Winter Haven, Florida

FILED  
00 FEB -2 AM 8:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Please file the enclosed Articles of Incorporation of CenterState Bank of Florida, Winter Haven, Florida, at your earliest convenience.

Please make the following distribution of the 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) Mail two (2) copies to: John P. Greeley, Esq.  
Smith Mackinnon, P.A.  
Post Office Box 2254  
Orlando, Florida 32802-2254

200003120062--7  
-02/02/00--01008--003  
\*\*\*\*\*61.25 \*\*\*\*\*61.25

Also enclosed is a check for \$61.25 representing the filing and certified copy fees. If you have any questions, please contact me at (850) 410-9111. Thank you.

Enclosures

Pcc  
BL →

- (3) One Copy to: Federal Deposit Insurance Corporation  
One Atlantic Center, Suite 1600  
1201 West Peachtree Street, N.E.  
Atlanta, Georgia 30309-3449

BL  
2/7

## CONSENT TO USE OF CORPORATION NAME

Centerstate Banks of Florida, Inc., a Florida corporation and in the process of forming a bank holding company, hereby consents to the use by Centerstate Bank of Florida (in organization) of the name Centerstate Bank of Florida for purposes of the formation of a state banking corporation and the filing of Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned has signed this Consent to Use of Corporation Name as of February 3, 2000.

CENTERSTATE BANKS OF FLORIDA, INC.

By: James H. White  
Name: James H. White  
As Its: Chairman, President and Chief Executive Officer

STATE OF FLORIDA  
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 3<sup>rd</sup> day of February, 2000, by JAMES H. WHITE as Chairman, President and Chief Executive Officer of Centerstate Banks of Florida, Inc.

Carol L. Shira  
Printed Name: CAROL L. SHIRA  
Notary Public, State of Florida

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



FILED  
00 FEB -2 AM 8:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
CENTERSTATE BANK OF FLORIDA**

**FILED**  
00 FEB -2 AM 8:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as directors for the purpose of forming a corporation under and by virtue of the laws of the State of Florida, adopt the following Articles of Incorporation.

**ARTICLE I**

The name of the corporation shall be Centerstate Bank of Florida and its initial place of business shall be 1101 First Street South, Winter Haven, Florida 33880.

**ARTICLE II**

The general nature of the business to be transacted by this corporation shall be that of a general commercial banking business with all the rights, powers, and privileges granted and conferred by the Florida Financial Institutions Codes, regulating the organization, powers, and management of banking corporations.

**ARTICLE III**

The total number of shares authorized to be issued by the corporation shall be 2,000,000. Such shares shall be of a single class and shall have a par value of \$5.00 per share. The corporation shall begin business with at least \$2,700,000 in paid-in common capital stock to be divided into 540,000 shares. The amount of surplus with which the corporation will begin business will be not less than \$1,350,000 and the amount of undivided profits, not less than \$1,000,000 all of which (capital stock, surplus, and undivided profits) shall be paid in cash.

**ARTICLE IV**

The term for which said corporation shall exist shall be perpetual unless terminated pursuant to the Florida Financial Institutions Codes.

**ARTICLE V**

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 years following the annual meeting of shareholders in which such action has been authorized, increase the number of directors by not more than two and appoint persons to fill resulting vacancies. The names and street addresses of the first directors of the corporation are:

Name

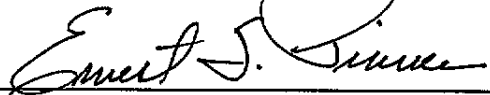
Street Address

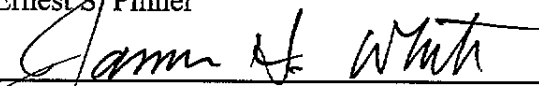
G. Robert Blanchard, Jr.	2508 Watrous, Tampa, FL 33629
George Carefoot	313 Hamilton Shore Dr., NE, Winter Haven, FL 33881
Terry W. Donley	6755 Winterset Gardens Road, Winter Haven, FL 33884
Frank M. Foster, Jr.	8 Brook Lane, Lakeland, FL 33803
Timothy A. Irby	1893 Eloise Loop Rd., Winter Haven, FL 33884
Lawrence W. Maxwell	Mountain Lake, Route 17, Lake Wales, FL 33853
Thomas E. Oakley	2974 Plantation Drive, Winter Haven, FL 33884
Ernest S. Pinner	54 Pine Forest Drive, Haines City, FL 33844
William C. Reynolds	50 Skidmore Rd., Winter Haven, FL 33884
Rodney M. Surrency	52 Skidmore Rd., Winter Haven, FL 33884
James H. White	3 Spencer Shores, Haines City, FL 33844

ARTICLE VI

The name and street address of the persons signing these Articles of Incorporation as incorporators are Ernest S. Pinner, 54 Pine Forest Drive, Haines City, FL 33844 and James H. White, 3 Spencer Shores, Haines City, FL 33844.

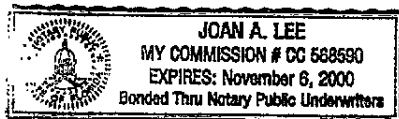
In witness of the foregoing, the undersigned incorporators have executed these Articles of Incorporation declaring and certifying that the facts stated herein are true, and hereby subscribe thereto and hereunto set their hand and seal this 11 day of January, A.D. 2000.

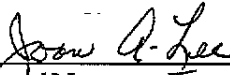
  
Ernest S. Pinner

  
James H. White

STATE OF FLORIDA     )  
COUNTY OF POLK     )

The foregoing instrument was acknowledged before me this 11 day of January, 2000, by Ernest S. Pinner and James H. White.

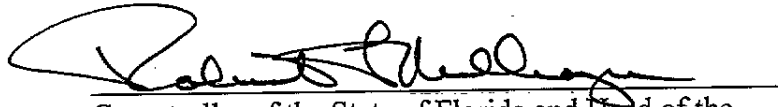


  
Printed Name: Joan A. Lee  
Notary Public - State of Florida at Large

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

**APPROVAL**

Approved by the Department of Banking and Finance this 26<sup>th</sup> day of January,  
2000.



Comptroller of the State of Florida and Head of the  
Department of Banking and Finance

Tallahassee, Florida