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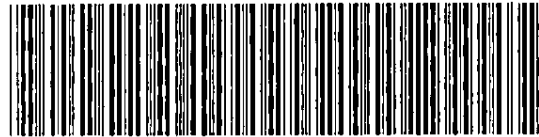
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2019 NOV -8 PM 2:57

**RESTATED ARTICLES OF INCORPORATION
OF
FLORIDA COMMUNITY BANKSHARES, INC.**

FILED

2019 OCT -8 PM 2:57

Pursuant to the provisions of the Florida Financial Institutions Codes and Section 607.1007, Florida Statutes, Florida Community Bankshares, Inc. adopts the following Restated Articles of Incorporation which shall take effect as of 11:57 p.m., Eastern Standard Time, on November 8, 2019.

ARTICLE I

The name of the corporation shall be Florida Community Successor Bank and its place of business shall be located at 1603 SW 19th Avenue, Ocala, Florida 34471.

ARTICLE II

The corporation shall be organized as a successor institution in accordance with Sections 658.40(4) and 658-42(2), Florida Statutes.

ARTICLE III

The total number of shares authorized to be issued by the corporation shall be 3,000,000. Such shares shall be of a single class of common stock and shall have a par value of \$0.01 per share. As of the filing of these Restated Articles of Incorporation, the corporation shall have (i) at least \$13,642 of paid-in common capital stock divided into 1,364,110 shares, (ii) surplus of at least \$18,232,825, and (iii) undivided profits (less treasury stock) of at least \$49,513,315, all of which (capital stock, surplus and undivided profits) paid in cash.

ARTICLE IV

The term for which said corporation shall exist shall be one (1) year.

ARTICLE V

The number of directors shall not be fewer than five (5). The names and street addresses of the directors of the corporation are:

<u>Name</u>	<u>Street Address</u>
John Alvarez	1603 SW 19th Avenue, Ocala, Florida 34471
C. Neal Anderson	1603 SW 19th Avenue, Ocala, Florida 34471
C. Winston Bailey	1603 SW 19th Avenue, Ocala, Florida 34471
Hugh F. Dailey	1603 SW 19th Avenue, Ocala, Florida 34471
David R. Denyer	1603 SW 19th Avenue, Ocala, Florida 34471
Kenneth Ellenberg	1603 SW 19th Avenue, Ocala, Florida 34471
JoAnne Smith	1603 SW 19th Avenue, Ocala, Florida 34471

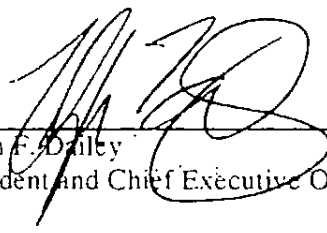
ARTICLE VI

These Restated Articles of Incorporation contain an amendment to the Articles of Incorporation requiring shareholder approval, and these Restated Articles of Incorporation were adopted and approved by the holders of corporation common stock (being the sole voting group entitled to vote on the Restated Articles of Incorporation) on July 18, 2019 and the number of votes cast for the adoption and approval by the shareholders was sufficient for such adoption and approval.

ARTICLE VII

The name and street address of the person signing these Restated Articles of Incorporation as director is Hugh F. Dailey, 1603 SW 19th Avenue, Ocala, Florida 34471.

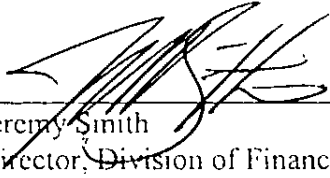
In witness of the foregoing, the undersigned has signed these Restated Articles of Incorporation as of November 6, 2019.



Hugh F. Dailey
President and Chief Executive Officer

Approved by the Florida Office of Financial Regulation this 8th day of November, 2019.

Tallahassee, Florida



Jeremy Smith
Director, Division of Financial Institutions