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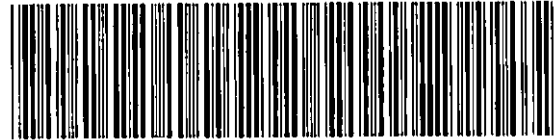
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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: BayFirst Financial Corp.

DOCUMENT NUMBER: P00000062071

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Richard Pearlman

Name of Contact Person

Igler and Pearlman, P.A.

Firm/ Company

2457 Care Drive, Suite 203

Address

Tallahassee, FL 32308

City/ State and Zip Code

Lynn.Briscoe@firsthomebank.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Richard Pearlman

at (850) 878-2411

Name of Contact Person

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☒ \$43.75 Filing Fee &
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(Additional copy is
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☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

**ARTICLE OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
BAYFIRST FINANCIAL CORP.
(share division)**

On April 27, 2021, the Board of Directors of BayFirst Financial Corp. (the "Corporation") adopted a resolution which divided the two million (2,000,000) authorized shares of Corporation common stock into three million (3,000,000) authorized shares of Corporation common stock and eliminated the par value of such common stock.

Pursuant to the provisions of Sections 607.1002, 607.10025, 607.0120, and 607.1006, Florida Statutes, the Corporation adopts the following Article of Amendment to its Articles of Incorporation:

Amendment adopted:

Article II of the Articles of Incorporation of the Corporation is hereby amended to read in its entirety as follows:

ARTICLE II

The total number of shares authorized to be issued by the corporation shall be 16,000,000. Such shares shall be divided into classes and shall have the following designations, preferences, limitations, and relative rights:

A. Common Stock. One class shall consist of 15,000,000 shares of common stock, no par value.

B. Preferred Stock. One class shall consist of 1,000,000 shares of preferred stock, no par value. The Board of Directors of the corporation shall be empowered to divide any and all shares of the preferred stock into series and to fix and determine the relative rights and preferences of the shares of any series so established in accordance with Sections 607.0602, *Florida Statutes*, including:

(i) the distinctive designation of such series, and the number of shares which shall constitute such series;

(ii) the rate of dividends payable on shares of such series, whether dividends shall be cumulative or non-cumulative, and conditions upon which and the date when such dividends shall be accumulated on all shares of such series issued prior to the record date for the first dividend of such series;

(iii) the time or times when and the price or prices at which shares of such series shall be redeemable at the option of the holder or of the corporation and the sinking fund provision, if any, for the purchase of redemption of such shares;

(iv) the amount payable on shares of such series in the event of any liquidation, dissolution, or winding up of the affairs of the corporation, whether all or a portion is paid before any amount is paid on the common stock;

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(v) the rights, if any, of the holders of shares of such series to convert such shares into, or exchange such shares for, shares of common stock or shares of any other series of preferred stock and the terms and conditions of such conversion or exchange; and

(vi) whether the shares of such series have voting rights and the extent of such voting rights, if any.

The Board of Directors shall have the power to reclassify any unissued shares of any series of preferred stock from time to time by setting or changing the preferences, conversion, or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or terms or conditions of redemption, including but not limited to, but subject to the limitations described in, the above provisions.

Rights of shareholders:

The foregoing amendment to the Articles of Incorporation does not adversely affect the rights or preferences of the holders of outstanding shares of any class or series and does not result in the percentage of authorized shares that remain unissued after the division exceeding the percentage of authorized shares that were unissued before the division. Within 30 days after effecting the division without shareholder approval, the Corporation shall give written notice to its shareholders setting forth the material terms of the division or combination.

Adoption of amendment:

The foregoing amendment was adopted by the Board of Directors of the Corporation on April 27, 2021. The amendment did not require the approval of the shareholders of the Corporation.

Effective date:

The foregoing amendment shall be effective as of May 10, 2021.

IN WITNESS WHEREOF, the undersigned duly authorized officer of First Home Bancorp, Inc. executed this Article of Amendment as of this 27th April, 2021.

FIRST HOME BANCORP, INC.



Anthony N. Leo
Chief Executive Officer