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Inter-Office
Communication

Comptroller of Florida
Division of Banking

DATE: October 6, 2000

TO: Karon Beyer, Department of State
Division of Corporations - Bureau of Commercial Recordings

FROM: Bruce Ricca, Licensing and Chartering

SUBJ: **SOUTHERN COMMUNITY BANK OF SOUTHWEST FLORIDA**
Bonita Springs, Lee County
(Approved New Bank)

FILED
00 OCT -6 PM 3:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please file the attached Articles of Incorporation for the above-referenced bank, using **TODAY'S DATE**, as the effective date.

Please make the following distribution of certified copies:

(1) One copy to: Bruce Ricca
Division of Banking (Licensing & Chartering)
101 East Gaines Street, Suite 636
Tallahassee, FL 32399-0350

(2) Two copies to: Mr. Rod Jones
Shutts & Bowen
20 North Orange Avenue, Suite 1000
Orlando, Florida 32801-4626

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-10/06/00--01105--021
*****74.00 *****74.00

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

The attached is a check which represents payment of the filing fees, charter tax and certified copies. If you have any questions, please call 410-9528.

BR.articles

FILED

00 OCT -6 PM 3: 08

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

**ARTICLES OF INCORPORATION OF
SOUTHERN COMMUNITY BANK OF SOUTHWEST 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 Southern Community Bank of Southwest Florida, and its initial place of business shall be at 9021 Bonita Beach Road, S.E., in the City of Bonita Springs, Lee County, State of Florida.

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 1,000,000. 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 \$5,000,000 in paid-in common capital stock to be divided into 1,000,000 shares. The amount of surplus with which the corporation will begin business will be not

less than \$4,000,000 and the amount of undivided profits, not less than \$500,000 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. A majority of the full board of directors may, at any time during the year following the annual meeting of shareholders, 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:

Frederick T. Barber, III
42 9th Street
Bonita Springs, Florida 34134

Gerald T. Berry
367 Ridge Drive
Naples, Florida 34108

Charlie W. Brinkley, Jr.
537 Spring Club Drive
Altamonte Springs, Florida 32714

Richard L. Garner
4090 Marshview Court
Bonita Springs, Florida 34134

Dennis J. Gilkey
27850 Riverwalk Way
Bonita Springs, Florida 34134

Clark D. Jensen
641 Hickory Road
Naples, Florida 34108

Edward J. Oates, Jr.
4780 Aston Gardens Way #315
Naples, Florida 34109

John G. Squires
517 Spring Club Drive
Altamonte Springs, Florida 32714

G. Donald Thomson, Jr.
26917 McLaughlin Boulevard
Bonita Springs, Florida 34134

Joel E. Whittenhall
800 Hidden Harbour Drive
Naples, Florida 34109

In witness of the foregoing, the undersigned directors have executed these Articles of Incorporation this 24th day of August, A.D. 2000.

Frederick T. Barber, III
Frederick T. Barber, III

Clark D. Jensen
Clark D. Jensen

Gerald T. Berry
Gerald T. Berry

Edward J. Oates, Jr.
Edward J. Oates, Jr.

Charlie W. Brinkley, Jr.
Charlie W. Brinkley, Jr.

John G. Squires
John G. Squires

Richard L. Garner
Richard L. Garner

G. Donald Thomson, Jr.
G. Donald Thomson, Jr.

Dennis E. Gilkey
Dennis E. Gilkey

Joel E. Whittenhall
Joel E. Whittenhall

STATE OF FLORIDA)
)SS
COUNTY OF LEE)

The foregoing instrument was acknowledged before me this ____ day of _____, 2000, by FREDERICK T. BARBER, III, GERALD T. BERRY, RICHARD L. GARNER, DENNIS J. GILKEY, CLARK D. JENSEN, EDWARD J. OATES, JR., G. DONALD THOMSON, JR. and JOEL E. WHITTENHALL who are personally known to me [] or who have produced _____ as identification [] and who did/did not take an oath.

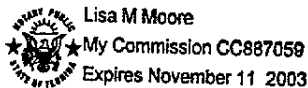
(SEAL)

Notary Public - State of Florida at Large
My Commission Expires:

STATE OF FLORIDA)
) SS
COUNTY OF LEE)

The foregoing instrument was acknowledged before me this 27th day of July, 2000,
by **JOEL E. WHITTENHALL**, who is personally known to me [] or who has produced
W354-425-59-390 - as identification [x] and who did/did not take an oath.
FL Drivers Lic

(SEAL)

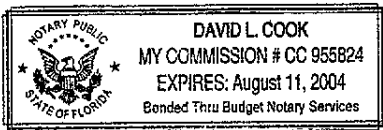


Lisa M Moore
Notary Public - State of florida at Large
My Commission Expires:

STATE OF FLORIDA)
) SS
COUNTY OF LEE)

The foregoing instrument was acknowledged before me this 24 day of Aug., 2000,
by **GERALD T. BERRY**, who is personally known to me [] or who has produced
FLA. DR. LIC. - as identification [x] and who did/did not take an oath.

(SEAL)



David L. Cook
Notary Public - State of florida at Large
My Commission Expires:

8/11/2004

STATE OF FLORIDA)
) SS
COUNTY OF LEE)

The foregoing instrument was acknowledged before me this 24 day of Aug., 2000,
by **CHARLIE W. BRINKLEY, JR.**, who is personally known to me [] or who has produced
FLA. DR. LIC. - as identification [x] and who did/did not take an oath.

(SEAL)

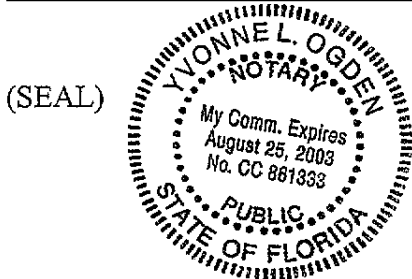


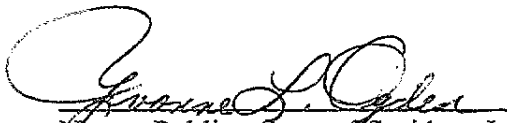
David L. Cook
Notary Public - State of florida at Large
My Commission Expires:

8/11/2004

STATE OF FLORIDA)
) SS
COUNTY OF LEE)

The foregoing instrument was acknowledged before me this 7 day of September, 2000,
by **FREDERICK T. BARBER, III**, who is personally known to me [☒] or who has produced
_____ - as identification [] and who did/did not take an oath.

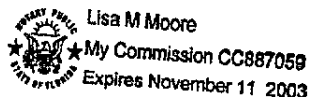


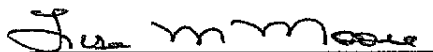

Notary Public - State of Florida at Large
My Commission Expires: August 25, 2003

STATE OF FLORIDA)
) SS
COUNTY OF LEE)

The foregoing instrument was acknowledged before me this 27th day of July, 2000,
by **RICHARD L. GARNER**, who is personally known to me [☒] or who has produced
_____ - as identification [] and who did/did not take an oath.

(SEAL)

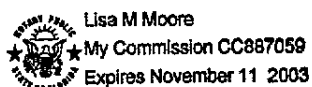




Notary Public - State of Florida at Large
My Commission Expires:

STATE OF FLORIDA)
) SS
COUNTY OF LEE)

The foregoing instrument was acknowledged before me this 27th day of July, 2000,
by **EDWARD J. OATES, JR.**, who is personally known to me [] or who has produced
0320-230-30-374-0 - as identification [☒] and who did/did not take an oath.
FL. Drivers License

(SEAL)




Notary Public - State of Florida at Large
My Commission Expires:

STATE OF FLORIDA)
) SS
COUNTY OF LEE)

The foregoing instrument was acknowledged before me this 24 day of Aug., 2000,
by **CLARK D. JENSEN**, who is personally known to me [] or who has produced
FLA. DR. LIC. - as identification [☒] and who did/did not take an oath.

(SEAL)



David L. Cook
Notary Public - State of florida at Large
My Commission Expires:
8/11/2004

STATE OF FLORIDA)
) SS
COUNTY OF LEE)

The foregoing instrument was acknowledged before me this ___ day of _____, 2000,
by **JOHN G. SQUIRES**, who is personally known to me [] or who has produced
_____ - as identification [] and who did/did not take an oath.

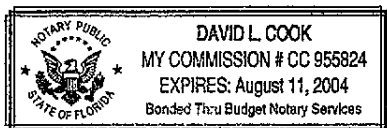
(SEAL)

Notary Public - State of florida at Large
My Commission Expires:

STATE OF FLORIDA)
) SS
COUNTY OF LEE)

The foregoing instrument was acknowledged before me this 24 day of AUG., 2000,
by **G. DONALD THOMSON, JR.**, who is personally known to me [☒] or who has produced
_____ - as identification [☒] and who did/did not take an oath.

(SEAL)

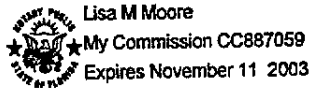


David L. Cook
Notary Public - State of florida at Large
My Commission Expires:
8/11/2004

STATE OF FLORIDA)
) SS
COUNTY OF LEE)

The foregoing instrument was acknowledged before me this 27 day of July, 2000,
by **DENNIS E GILKEY**, who is personally known to me [] or who has produced
G420-145-51-401-0 - as identification K] and who did/did not take an oath.
FL Drivers Lic

(SEAL)



Lisa M Moore

Notary Public - State of florida at Large
My Commission Expires:

In witness of the foregoing, the undersigned directors have executed these Articles of Incorporation this 1st day of August, A.D. 2000.

Frederick T. Barber, III

Clark D. Jensen

Gerald T. Berry

Edward J. Oates, Jr.

Charlie W. Brinkley, Jr.

Charlie W. Brinkley, Jr.

John G. Squires

John G. Squires

Richard L. Garner

G. Donald Thomson, Jr.

Dennis J. Gilkey

Joel E. Whittenhall

STATE OF FLORIDA)
)SS
COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me this 1st day of August, 2000, by CHARLIE W. BRINKLEY, JR. and JOHN G. SQUIRES who are personally known to me [X] or who have produced known as identification [X] and who did not take an oath.

(SEAL)

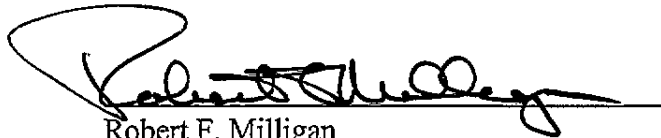


Linda J. Cook

Notary Public - State of Florida at Large
My Commission Expires:

Approved by the Department of Banking and Finance this 4TH day of October, 2000.

Tallahassee, Florida

A handwritten signature in black ink, appearing to read "Robert F. Milligan", written over a horizontal line.

Robert F. Milligan
Comptroller of the State of Florida and Head
of the Department of Banking and Finance

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