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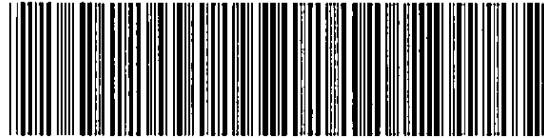
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Name

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Commissioner Russell C. Weigel, III

April 11, 2021

VIA INTEROFFICE MAIL

Diane Cushing  
Administrator  
Amendment Section

or  
Darlene Connell  
Supervisor  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314-6327

Dear Diane or Darlene:

Please file the enclosed documents in the following sequence, using the effective dates and times as stated (see documents for reference):

- File Restated Articles of Incorporation of Citizens Bank of Florida., **effective 9:57pm Eastern Time on April 13, 2022;**
- File Restated Articles of Incorporation of Citizens Bancorp of Oviedo, Inc. **effective 9:58pm Eastern Time on April 13, 2022;**
- File Articles of Merger of CBO Successor Bank with and into Citizens Bank of Florida, **effective 9:59pm Eastern Time on April 13, 2022**
- File Articles of Merger of Citizens Bank of Florida with and into Fairwinds Credit Union, **effective 10:00pm Eastern Time on April 13, 2022**

Enclosed is a check payable to the Florida Division of Corporations representing payment for the filing fees for the enclosed documents and two certified copies.

Check Nos.	Amount
# 24823	\$280.00

The distribution of the certified copies should be as follows:

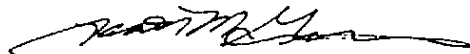
(1) One copy to: Mr. John P. Greeley  
Smith Mackinnon, PA

301 East Pine Street, Suite 750  
Orlando, Florida 32801

(2) One copy to: Office of Financial Regulation  
Division of Financial Institutions  
200 East Gaines Street  
Tallahassee, Florida 32399-0371

If you have any questions, please do not hesitate to me at (850) 410-9513.

Sincerely,



Jason M. Guevara  
Financial Administrator  
Division of Financial Institutions

# RESTATED ARTICLES OF INCORPORATION

## OF

### CITIZENS BANCORP OF OVIEDO, INC.

Pursuant to the provisions of the Florida Financial Institutions Codes and Section 607.1007, Florida Statutes, Citizens Bancorp of Oviedo, Inc. hereby amends and restates its Articles of Incorporation by adopting the following Restated Articles of Incorporation which shall take effect as of 9:58 p.m., Eastern Daylight Time, on April 13, 2022.

#### ARTICLE I

The name of the corporation shall be CBO Successor Bank and its place of business shall be located at 156 Geneva Drive, Oviedo, Florida 32765.

#### 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 2,000,000. Such shares shall be of a single class of common stock and shall have a par value of \$1.00 per share. As of the filing of these Restated Articles of Incorporation, the corporation shall have (i) at least \$683,800 of paid-in common capital stock divided into 683,800 shares, (ii) surplus of at least \$15,257,645, and (iii) undivided profits (less treasury stock) of at least \$16,853,137, 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>
Arthur F. Evans	156 Geneva Drive, Oviedo, FL 32765
Anna J. Ondick	989 Greentree Drive Winter Park, FL 32789
W. Rex Clonts	6265 Lake Charm Circle Oviedo, FL 32765

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

<u>Name</u>	<u>Street Address</u>
Donald R. Drummer	169 Easton Circle Oviedo, FL 32765
David J. Duda	709 Conesus Lane Winter Spring, FL 32708
Donald A. Jacobs	4723 Brown Road Christmas, FL 32709
Richard H. Lee	1055 Brumley Road Chuluota, FL 32766
Robert G. Martin	395 Olds Mims Road Geneva, FL 32732
Louis P. Tulp	156 Geneva Drive, Oviedo, FL 32765

#### ARTICLE VI

These Restated Articles of Incorporation consolidate all amendments into a single document and may be amended in the manner from time to time provided by law and the right conferred upon the shareholders by any provision of these Articles of Incorporation is hereby made subject to this reservation.

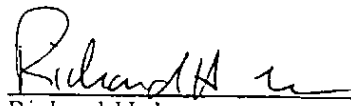
#### ARTICLE VII

The name and street address of the person signing these Restated Articles of Incorporation as director is Richard H. Lee, 156 Geneva Drive, Oviedo, Florida 32765.

#### CERTIFICATE

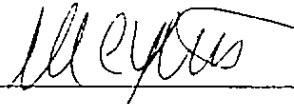
The foregoing Restated Articles of Incorporation were adopted by the (a) Board of Directors of the Corporation on August 17, 2021, and (b) holders of the outstanding shares of Common Stock, being the sole voting group entitled to vote on the Restated Articles of Incorporation, on November 17, 2021 and the number of votes cast for the Restated Articles of Incorporation was sufficient for approval by holders of Common Stock.

IN WITNESS WHEREOF, the undersigned President and Chief Executive Officer of this Corporation has executed these Restated Articles of Incorporation on March 29, 2022.

  
 Richard H. Lee  
 President and Chief Executive Officer

Approved by the Florida Office of Financial Regulation this 11<sup>th</sup> day of April, 2022.

Tallahassee, Florida

  
\_\_\_\_\_  
Russell C. Weigol, III  
Commissioner