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INTER-OFFICE
COMMUNICATION

COMPTROLLER OF FLORIDA
DIVISION OF BANKING

DATE: December 27, 2000

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-12/28/00--01026--002
****227.50 ****52.50

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

FROM: Bruce Ricca, Licensing and Chartering

SUBJ: FCB Interim Bank, Ocala, Marion County

Please file the attached Articles of Incorporation for the above-referenced institution, using
DECEMBER 31, 2000, as the effective date.

Please make the following distribution of certified copies:

- (1) Mail one (1) copy to: Bruce Ricca
Division of Banking
101 East Gaines Street
Fletcher Building, Suite 636
Tallahassee, Florida 32399-0350
- (2) Mail one (1) copy to: Mr. Eric Koontz
Troutman Sanders LLP
Bank of America Plaza
600 Peachtree Street, N.E., Suite 5200
Atlanta, Georgia 30308-2216

FILED
00 DEC 27 AM 10:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Also 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.a:succ-art

Attachments

KR
12/28

**ARTICLES OF INCORPORATION
OF
FCB INTERIM BANK**

FILED
00 DEC 27 AM 10:57
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 FCB Interim Bank and its initial place of business shall be 8375 Southwest State Road, 200, in the City of Ocala, in the County of Marion, and the State of Florida.

ARTICLE II

This corporation shall be organized as a successor institution in accordance with Section 658.40(4), Florida Statutes.

ARTICLE III

The total number of shares authorized to be issued by the corporation shall be one (1) share. Such share shall be of a single class and shall have a par value of \$1.00 per share. The corporation shall begin business with at least \$1.00 in paid-in-capital stock to be divided into one (1) share. The amount of surplus with which the corporation will begin business will not be less than \$9.00 and the amount of undivided profits, not less than \$9.00 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 one (1) year.


ARTICLE V

The number of directors shall consist of at least five (5). The names of and street addresses of the first directors of the corporation are:

<u>Name</u>	<u>Street Address</u>
R. Bradford Burnette	3250 North Valdosta Road Valdosta, Georgia 31602
Michael E. Ricketson	3250 North Valdosta Road Valdosta, Georgia 31602

<u>Name</u>	<u>Street Address</u>
C. Larry Wilkinson	3250 North Valdosta Road Valdosta, Georgia 31602
Terry Johnson	3250 North Valdosta Road Valdosta, Georgia 31602
Denise McKenzie	3250 North Valdosta Road Valdosta, Georgia 31602


IN WITNESS OF THE FOREGOING, the undersigned directors have executed these Articles of Incorporation this 36th day of November, 2000.




R. Bradford Burnette



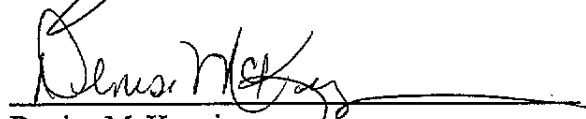
C. Larry Wilkinson



Michael E. Ricketson



Terry Johnson



Denise McKenzie

The foregoing instrument was acknowledged before me this 30th day of November, 2000, by Denise McKenzie who is personally known to me or has produced _____ identification who did take an oath.

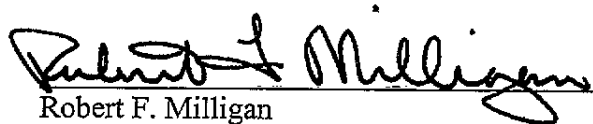
Sally F Eye
Notary Public

Notary Public, Laurens County, Georgia
My Commission Expires Aug. 31, 2008

Approved by the Department of Banking and Finance this 27TH day of

December, 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