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# SMITH MACKINNON, PA

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JOHN P. GREELEY

October 1, 2003

Florida Secretary of State Division of Corporations Bureau of Corporate Records 409 E. Gaines Street Tallahassee, FL 32399

Re: First Columbia Bancorp, Inc.

Dear Sir/Madam:

Enclosed are the following documents relating to the above-referenced corporation:

- 1. Original Articles of Amendment to the Articles of Incorporation submitted for filing;
- 2. A check in the amount of \$52.50 (\$35.00 for filing fee and \$17.50 for two certified copies of the Articles of Amendment to the Articles of Incorporation); and
- 3. Two photocopies of the executed Articles of Amendment to the Articles of Incorporation.

Please file the enclosed document as soon as possible and return to us a certified copy of the Amendment. If you have any questions regarding the enclosed, please do not hesitate to call me at your convenience.

Thank you for your assistance.

Very truly yours

John P. Greelev

JPG:erw Enclosures

Copy to: Bruce A. Naylor

President and Chief Executive Officer

First Columbia Bancorp, Inc.

### ARTICLES OF AMENDMENT

TO

## ARTICLES OF INCORPORATION

OF

### FIRST COLUMBIA BANCORP, INC.



Pursuant to Section 607.1006, Florida Statues, the Articles of Incorporation of First Columbia Bancorp, Inc. are hereby amended as follows:

FIRST: Article II of the Articles of Incorporation is hereby amended by deleting the text thereof in its entirety and substituting the following in lieu thereof:

The aggregate number of shares which the corporation shall have the authority to issue is 40,000 shares of common stock, par value of \$.25 per share, which shall be designated "common stock." Each of the shares of common stock of the corporation issued and outstanding immediately at the time this amendment becomes effective shall be and is hereby automatically reclassified (without any further act) into four fully-paid and nonassessable shares of common stock. Accordingly, the 4,000 outstanding shares of common stock as of the effectiveness of this Amendment are hereby automatically reclassified into 16,000 fully paid and nonassessable shares of common stock.

SECOND: The foregoing amendment was adopted by the holders of in excess of 50% of the outstanding shares of Common Stock, by written consent in lieu of a meeting, being the sole voting group entitled to vote on the amendment, on September 15, 2003 and the number of votes cast for the amendment was sufficient for approval by the holders of Common Stock.

IN WITNESS WHEREOF, the undersigned has caused these Articles of Amendment to Articles of Incorporation to be executed and attested to by its duly authorized officer as of this \_\_15 day of September, 2003.

FIRST COLUMBIA BANCORP, INC.

Bruce A. Naylor

President and Chief Executive Officer

# STATE OF FLORIDA COUNTY OF COLUMBIA

The foregoing instrument was acknowledged before me this <u>150</u> day of September, 2003, 2003, by Bruce A. Naylor, President and Chief Executive Officer of First Columbia Bancorp, Inc., a Florida corporation on behalf of the corporation.

LORIANNE W. LUNDY
MY COMMISSION # DD 035006
EXPIRES: June 20, 2005
Bonded Thru Notary Public Underwriters

Printed Name: LoriAnne W. Lundy

Notary Public, State of Florida

Personally KnownXX or Produced Identification □

Type of Identification Produced