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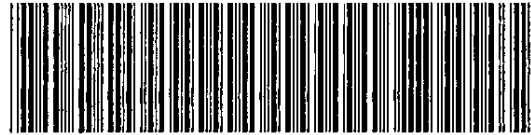
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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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11 JUN 30 PM 2:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend KB
6/30



STREET ADDRESS: 101 East Gaines Street, Suite 636 • PHONE (850) 410-9800 • FAX (850) 410-9548
MAILING ADDRESS: Division of Financial Institutions, 200 East Gaines Street, Tallahassee, FL 32399-0371
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J. THOMAS CARDWELL
COMMISSIONER

June 30, 2011

VIA INTEROFFICE MAIL

Ms. Karen Gibson
Senior Section Administrator
Amendment Section
Florida Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314-6327

Dear Ms. Gibson:

Please file the enclosed amendment to the Articles of Incorporation for Central Florida State Bank, Belleview, Florida, at your earliest convenience. The distribution of the certified copies should be as follows:

- (1) Return one copy to: Division of Financial Institutions
Office of Financial Regulation
200 East Gaines Street
Tallahassee, Florida 32399-0371
- (2) Mail one copy to: Rod Jones, Esq.
Shutts & Bowen LLP
300 South Orange Avenue
Suite 1000
Orlando, Florida 32801

Also enclosed is a check for \$52.50 representing the filing and certified copy fees. If you have any questions, please do not hesitate to contact me.

Sincerely,

Willie Barnes
Willie Barnes
Senior Management Analyst II
Bureau of Bank Regulation

WB
Enclosures (2)

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
CENTRAL FLORIDA STATE BANK

FILED
11 JUN 30 PM 2:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Sections 607.1003 and 607.1006, Florida Statutes, **CENTRAL FLORIDA STATE BANK**, a Florida banking corporation (the "Corporation"), hereby adopts the following Articles of Amendment to its Articles of Incorporation:

Amendment

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

ARTICLE III

The total number of shares authorized to be issued by the corporation shall be 20,000,000. Such shares shall be of a single class and shall have a par value, \$1.00 per share.

Approval of Amendment

The foregoing amendment was recommended to the Corporation's shareholders by the Board of Directors on March 21, 2011 and, pursuant to such recommendation, the amendment was approved by the holders of a majority of the shares entitled to vote thereon at the annual meeting of the shareholders held on April 21, 2011. Such vote was sufficient for approval of the amendment.

Effective Date of Amendment

The Amendment shall become effective on the date these Articles of Amendment are filed with the Department of State of the State of Florida.

IN WITNESS WHEREOF, Central Florida State Bank, has caused these Articles of Amendment to be signed by the undersigned officer on this 16th day of June, 2011.

CENTRAL FLORIDA STATE BANK

By: _____

Edward E. Phinney, President and CEO

STATE OF FLORIDA)
) SS:
COUNTY OF MARION)

The foregoing instrument was acknowledged before me this 17th day of June, 2011, by Edward E. Phinney, President and Chief Executive Officer of Central Florida State Bank, on behalf of the Corporation.



Shelley Chatman

Printed Name: Shelley Chatman

My Commission expires: 6-17-12

Personally Known ☒ or Produced Identification ☐

Type of Identification Produced: _____

The foregoing amendment to the Articles of Incorporation of CENTRAL FLORIDA STATE BANK is hereby approved by the Office of Financial Regulation of the State of Florida.

Done at Tallahassee, Florida, this 30th day of June, 2011.

Linda B. Charity by *Andrew*
LINDA B. CHARITY, Director
Division of Financial Institutions