

ROBERT F. MILLIGAN
COMPTROLLER OF FLORIDA

OFFICE OF THE COMPTROLLER
DEPARTMENT OF BANKING AND FINANCE
STATE OF FLORIDA
TALLAHASSEE 32399-0350

DATE: June 11, 2002

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

FROM: Bruce Ricca, Licensing and Chartering

SUBJ: SOUTHERN COMMUNITY BANK OF SOUTH FLORIDA
Boca Raton, Palm Beach County
(Approved New Bank)

Please file the attached Articles of Incorporation for the above-referenced institution, using JUNE 11, 2002, as the effective date.

Please make the following distribution of certified copies:

- (1) One copy to: Bruce Ricca
Division of Banking
101 East Gaines Street
Fletcher Building, 6th Floor
Tallahassee, FL 32399-0350
- (2) One copy to: Mr. Rod Jones
Shuts & Bowen
Post Office Box 4956
Orlando, Florida 32802-4956
- (3) One copy to: Mr. Charlie W. Brinkley, Jr.
Southern Community Bancorp
250 North Orange Avenue
Orlando, Florida 32801
- (4) Uncertified
copy to: Mr. Charmion Haley
Federal Deposit Insurance Corporation
One Atlantic Center, Suite 1600
1201 West Peachtree Street, N.E.
Atlanta, Georgia 30309-3449

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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Also attached is a check that represents payment of the filing fees, charter tax and certified copies. If you have any questions, please call 410-9528.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION OF
SOUTHERN COMMUNITY BANK OF SOUTH FLORIDA**

The undersigned, acting as director(s) for the purpose of forming a corporation under and by virtue of the Laws of the State of Florida, adopt(s) the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be Southern Community Bank of South Florida and its initial place of business shall be at 1850 North Federal Highway, in the City of Boca Raton, Palm Beach 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

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1,000,000 shares. The amount of surplus with which the corporation will begin business will be not less than \$ 5,000,000, all of which (capital stock and surplus) 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 (5). 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:

Dennis G. Bedley
2873 N.E. 35th Court
Ft. Lauderdale, Florida 33308

Henry R. Focke, Jr.
13000 N.W. 1st Street
Plantation, Florida 33325

Lee Berman
2758 Roane Drive
Palm Beach Gardens, Florida 33410

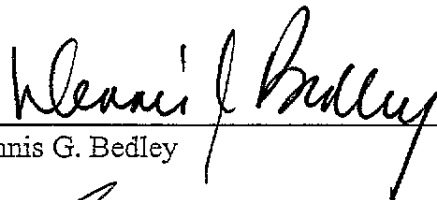
John G. Squires
517 Spring Club Drive
Altamonte Springs, Florida 32714

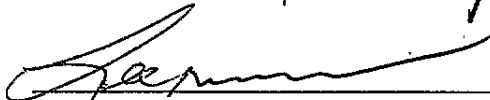
Charlie W. Brinkley, Jr.
537 Spring Club Drive
Altamonte Springs, Florida 32714

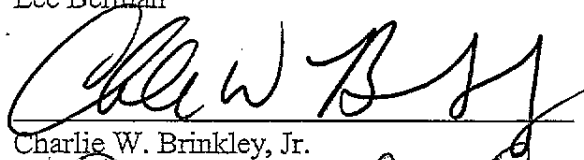
Gregory K. Talbott
541 Kay Terrace
Boca Raton, Florida 33432

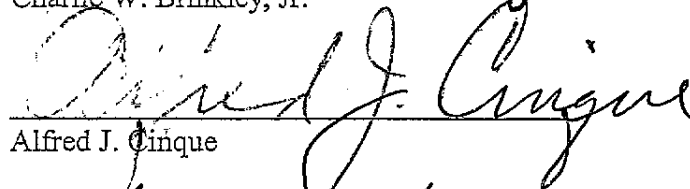
Alfred J. Cinque
3 Golfview Road
Palm Beach, Florida 33180

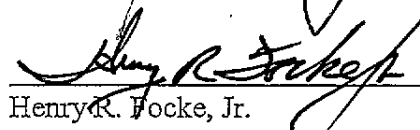
In witness of the foregoing, the undersigned director(s) have executed these Articles of
Incorporation this 22 day of may, A.D. 2002.

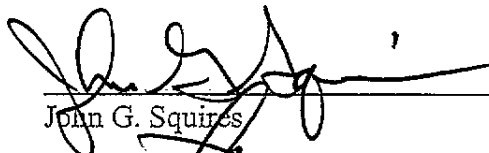

Dennis G. Bedley



Lee Berman


Charlie W. Brinkley, Jr.


Alfred J. Cinque


Henry R. Focke, Jr.

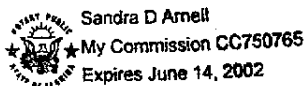

John G. Squires


Gregory K. Talbott

STATE OF FLORIDA)
)SS
COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me this 22 day of May, 2002, by CHARLIE W. BRINKLEY, JR. and JOHN G. SQUIRES who are personally known to me [X] or who have produced _____ as identification [X] and who did not take an oath.

(SEAL)

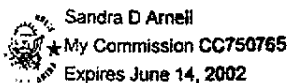


Sandra D. Arnell
Notary Public - State of Florida at Large
My Commission Expires:

STATE OF FLORIDA)
)SS
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 22 day of May, 2002, by DENNIS G. BEDLEY who is personally known to me [X] or who has produced _____ as identification [X] and who ~~did~~ did not take an oath.

(SEAL)

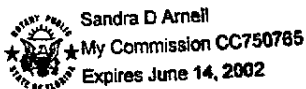


Sandra D. Arnell
Notary Public - State of Florida at Large
My Commission Expires:

STATE OF FLORIDA)
)SS
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 22 day of May, 2002, by LEE BERMAN who is personally known to me [X] or who has produced _____ as identification [X] and who ~~did~~ did not take an oath.

(SEAL)

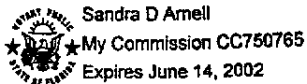


Sandra D. Arnell
Notary Public - State of Florida at Large
My Commission Expires:

STATE OF FLORIDA)
)SS
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 22 day of May, 2002,
by ALFRED J. CINQUE who is personally known to me [☒] or who has produced
as identification [☒] and who ~~did~~/did not take an oath.

(SEAL)

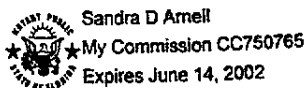


Sandra D. Arnell
Notary Public - State of Florida at Large
My Commission Expires:

STATE OF FLORIDA)
)SS
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 22 day of May, 2002,
by HENRY R. FOCKE, JR. who is personally known to me [☒] or who has produced
as identification [☒] and who ~~did~~/did not take an oath.

(SEAL)

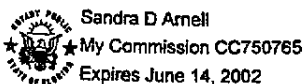


Sandra D. Arnell
Notary Public - State of Florida at Large
My Commission Expires:

STATE OF FLORIDA)
)SS
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 22 day of May, 2002,
by GREGORY K. TALBOTT, who is personally known to me [☒] or who has produced
as identification [☒] and who ~~did~~/did not take an oath.

(SEAL)

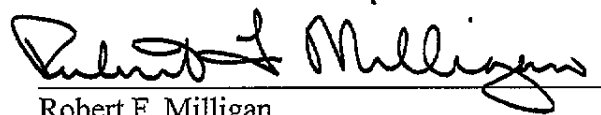


Sandra D. Arnell
Notary Public - State of Florida at Large
My Commission Expires:

Approved by the Department of Banking and Finance this 10TH day of JUNE,

2002.

Tallahassee, Florida

A handwritten signature in black ink, reading "Robert F. Milligan". The signature is written in a cursive style with a large, stylized initial "R".

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