

ROBERT F. MILLIGAN
COMPTROLLER OF FLORIDA

PO2000110253

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

FILED
02 OCT 11 AM 10: 01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DATE: October 11, 2002
TO: Karon Beyer, Department of State
Division of Corporations - Bureau of Commercial Recordings
FROM: Bruce Ricca, Licensing and Chartering
SUBJ: SANIBEL CAPTIVA COMMUNITY BANK
Sanibel, Lee County
(Approved but Unopened Bank)

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*****61.25 *****61.25

Please file the attached Articles of Incorporation for the above-referenced institution, using OCTOBER 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) Two copies to: **Mr. David C. Hall**
First Community Bank of Southwest Florida
1565 Red Cedar Drive
Fort Myers, Florida 33907
- (3) Uncertified copy to: **Mr. Stephen J. King**
Federal Deposit Insurance Corporation
10 Tenth Street, N. E.
Suite 800
Atlanta, Georgia 30309-3906

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.

*RA not required pursuant to 607.0501(2)
Fla Statutes*

*WSP
10/11/02*

**ARTICLES OF INCORPORATION
OF
SANIBEL CAPTIVA COMMUNITY BANK**

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 Sanibel Captiva Community Bank and its initial place of business shall be located at 2495 Palm Ridge Road, Sanibel, in the County of Lee and the State of Florida, 33957.

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 3,000,000. 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 \$3,250,000 in paid-in common capital stock to be divided into 650,000 shares. The amount of surplus with which the corporation will begin business will be not less than \$2,830,000, 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:

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CLERK OF THE
SOLICITOR GENERAL
TALLAHASSEE, FLORIDA

Name

Street Address

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Rene J. Affourtit	5240 Indian Court, Sanibel, FL 33957
Craig L. Albert	1201 Sandcastle Road, Sanibel, FL 33957
Francis P. Bailey, Jr.	765 Conch Court, Sanibel, FL 33957
Edward H. Black	9003 Mockingbird Drive, Sanibel, FL 33957
Joseph C. Fisher	1249 Seagrape Lane, Sanibel, FL 33957
Lyman H. Frank, III	1752 Jewel Box Drive, Sanibel, FL 33957
David Carleton Hall	1900 Virginia Avenue, #1101, Fort Myers, FL 33957
Martin J. Harrity	1263 Isabel Drive, Sanibel, FL 33957
Thomas R. Louwers	1195 Sandcastle Road, Sanibel, FL 33957
Janet McBee	911 South Yachtsman Drive, Sanibel, FL 33957
Timothy J. Murty	760 Sextant Drive, Unit #421, Sanibel, FL 33957
Kenneth Maxwell Nirenberg	775 Limpet Drive, Sanibel, FL 33957
David A. Owens	1098 Sandcastle Road, Sanibel, FL 33957

ARTICLE VI

The affirmative vote of the holders of not less than 60% of the outstanding shares of corporation common stock is required to approve a merger of the corporation.

ARTICLE VII

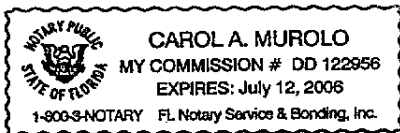
The name and street address of the person signing these Articles of Incorporation as incorporator is David Carleton Hall, 2495 Palm Ridge Road, Sanibel, Florida, 33957.

In witness of the foregoing, the undersigned incorporator has executed these Articles of Incorporation declaring and certifying that the facts stated herein are true, and hereby subscribe thereto and hereunto set his hand and seal this 3rd day of October, 2002.

David Carleton Hall
David Carleton Hall

STATE OF FLORIDA)
COUNTY OF LEE)

The foregoing instrument was acknowledge before me this 3rd day of October, 2002, by David Carleton Hall.




Carol A. Murolo
Printed Name: CAROL A. MUROLO
Notary Public – State of Florida

My Commission Expires: 7-12-2006

Personally known or Produced Identification
Type of Identification Produced _____

APPROVAL

2002. Approved by the Department of Banking and Finance this 9TH day of OCTOBER,


Comptroller of the State of Florida and Head
of the Department of Banking and Finance
Tallahassee, Florida

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA