

PO300000 7685

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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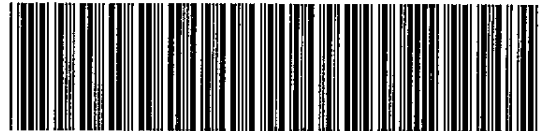
(Business Entity Name)

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Certified Copies _____ Certificates of Status _____

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RECEIVED
02 DEC 30 PM 12:54
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
02 DEC 30 PM 2:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W-36226



ACCOUNT NO. : 0721000000032

REFERENCE : 874480 149697A

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pignatelli

ORDER DATE : December 30, 2002

ORDER TIME : 10:39 AM

ORDER NO. : 874480-005

CUSTOMER NO: 149697A

CUSTOMER: Karen M. Brown, Legal Asst
Swann & Hadley, P.a.

Suite 160
1031 West Morse Boulevard
Winter Park, FL 32789

DOMESTIC FILING

NAME: BANKFIRST REALTY, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 1156

EXAMINER'S INITIALS: _____



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

December 31, 2002

CSC

RESUBMIT
Please give original
submission date as file date.

SUBJECT: BANKFIRST REALTY, INC.
Ref. Number: W02000036226

We have received your document for BANKFIRST REALTY, INC. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

Written approval and clearance of the terms BANK, BANKER, BANKING, TRUST COMPANY, BANCSHARES, SAVINGS & LOAN ASSOCIATION, SAVINGS BANK, or CREDIT UNION or words of similar import, must be obtained from the Division of Banking, pursuant to section 655.922(2a), Florida Statutes.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6931.

Becky McKnight
Document Specialist
New Filing Section

Letter Number: 302A00068018

RECEIVED
03 JAN 22 PM 12:03
DIVISION OF CORPORATIONS



DEPARTMENT OF FINANCIAL SERVICES

TOM GALLAGHER
CHIEF FINANCIAL OFFICER

January 16, 2003

Ralph V. Hadley, III
Swann & Hadley, P.A.
1031 W. Morse Boulevard
Suite 160
Winter Park, Florida 32789

Re: BankFIRST Realty, Inc.

Dear Mr. Hadley:

Reference is made to your recent letter/fax requesting approval of the above-referenced corporate name which will be a subsidiary of BankFIRST, located in Winter Park, Florida.

Section 655.922, Florida Statutes, exempts a financial institution, holding company or its subsidiaries from the prohibition of using the word "bank," "banker," "banking," "trust company," "savings and loan association," "savings bank," or "credit union" in its corporate name. Therefore, the Division of Financial Institutions will not object to the use of the above name being registered to transact business in the state of Florida.

Sincerely,

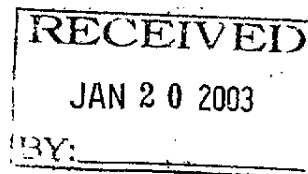
A handwritten signature in black ink, appearing to read "Alex Hager".

Alex Hager
Deputy Director

AH:ker

cc: Karon Beyer, Chief, Bureau of Commercial Recordings
Division of Corporations, Secretary of State's Office

FILED
02 DEC 30 PM 2:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



**ARTICLES OF INCORPORATION
OF
BANKFIRST REALTY, INC.**

FILED
02 DEC 30 PM 2:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as the sole incorporator, desiring to form a corporation for profit pursuant to the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I - NAME OF CORPORATION

The name of the corporation shall be **BankFIRST Realty, Inc.**

ARTICLE II - PRINCIPAL OFFICE

The principal office and mailing address of the corporation shall be 1031 W. Morse Blvd., Suite 300, Winter Park, Florida 32789.

ARTICLE III - TERM OF EXISTENCE

The corporation shall begin its corporate existence as of the filing of these Articles of Incorporation and shall exist perpetually.

ARTICLE IV - GENERAL PURPOSE

The general purpose for which the corporation is organized shall be to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE V - CAPITAL STOCK

The maximum number of shares of capital stock that the corporation is authorized to issue and have outstanding is seventy-five thousand (75,000) shares, which shall be designated Common Shares with a par value of ten cents (\$.10) per share.

**ARTICLE VI - INITIAL REGISTERED
OFFICE AND REGISTERED AGENT**

The initial street address of the registered office of the corporation in the state of Florida is 1031 West Morse Boulevard, Suite 160, Winter Park, Florida 32789. The name of the initial registered agent of the corporation at such address is Swann & Hadley, P.A.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

A. The initial number of directors of the corporation shall be one (1).

B. The number of directors of the corporation may be increased or decreased from time to time pursuant to By-Laws adopted by the shareholders, but shall never be less than the minimum number of directors required by applicable law.

C. The names and addresses of the initial members of the Board of Directors, who shall hold office until their successors are duly elected and have qualified, are:

Name

Address:

James T. Barnes, Jr.

1031 W. Morse Blvd.
Suite 300
Winter Park, Florida 32789

ARTICLE VIII - INCORPORATOR

The name and street address of the incorporator of the corporation is:

Name

Address:

Ralph V. Hadley III

1031 W. Morse Blvd.
Suite 160
Winter Park, Florida 32789

ARTICLE IX - BY-LAWS

The power to adopt, amend, or repeal By-Laws for the management of the corporation shall be vested solely in the shareholders of the corporation.

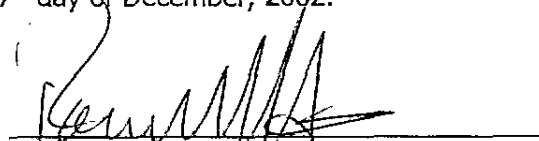
ARTICLE X - AMENDMENT TO ARTICLES

These Articles of Incorporation may be amended in any manner permitted by law.

ARTICLE XI - INDEMNIFICATION

The corporation shall indemnify its directors, officers, employees, and agents to the full extent permitted by the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation at Winter Park, Florida, this 27th day of December, 2002.



Ralph V. Hadley III, Incorporator

STATE OF FLORIDA)
) ss:
COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me this 27th day of December, 2002, by Ralph V. Hadley III. He is personally known to me or has provided _____ (type of identification) and did take an oath.

Karen M. Brown
NOTARY PUBLIC
Printed Name: Karen M. Brown

(NOTARIAL SEAL)

My Commission Expires:



ACCEPTANCE BY REGISTERED AGENT

The undersigned, Swann & Hadley, P.A., as registered agent appointed in accordance with the foregoing Articles of Incorporation, does hereby accept such appointment, and does hereby state that he is familiar with, and accepts, the obligations imposed pursuant to Section 607.0505 the Florida Business Corporation Act.

Swann & Hadley, P.A.

BY:

Ralph V. Hadley III

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA