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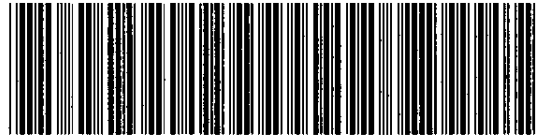
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2009 DEC 17 AM 11:04

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Amend

SJ

SMITH MACKINNON, PA

ATTORNEYS AT LAW

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JOHN P. GREELEY

December 16, 2009

Via Federal Express

Department of State
Attention: Karon Beyer
Division of Corporations
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Articles of Amendment to the Articles of Incorporation
Mainstreet Community Bank of Florida

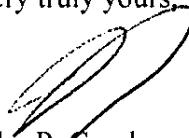
Dear Karon:

Enclosed are three manually signed originals of Articles of Amendment to the Articles of Incorporation of Mainstreet Community Bank of Florida, accompanied by a check in the amount of \$52.50 payable to the Florida Secretary of State for the filing fee.

I would appreciate it if you could file the Articles of Amendment at your earliest convenience and have a certified copy of the filed articles returned to us.

If you have any questions regarding the enclosed, please do not hesitate to call me at your convenience. As always, we appreciate your assistance.

Very truly yours,



John P. Greeley

JPG:erw
Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
MAINSTREET COMMUNITY BANK OF FLORIDA**

Pursuant to Section 607.1006, Florida Statutes, the Articles of Incorporation of Mainstreet Community Bank of Florida are hereby amended as follows:

FIRST: Article III 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 that the Corporation shall have the authority to issue is Five Million Twenty Five Thousand (5,025,000) common shares (the "Shares"), of which Five Million (5,000,000) shares shall be designated as Class A Voting Common Shares and Twenty Five Thousand (25,000) shares shall be designated as Class B Non-voting Common Shares. The Shares shall have a par value of \$5.00 per share. The Class A Voting Common Shares are entitled to all voting rights and powers. The Class B Non-Voting Common Shares are not entitled to any voting rights and powers except such as are required bylaw, and the holders thereof shall not be entitled to notice of any meeting of shareholders, except as required by law. In all other respects the Class A Voting Common Shares and the Class B Non-voting Common Shares shall be identical.

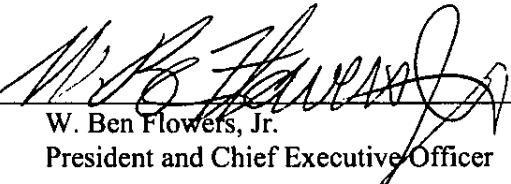
The Board of Directors by vote of a majority of the whole Board is expressly authorized to adopt such resolutions and issue stock from time to time as it may deem desirable.

The Corporation elects to have preemptive rights.

SECOND: The foregoing amendment was adopted by the holders of in excess of a majority of the outstanding shares of common stock, being the sole voting group entitled to vote on the amendment, as of October 17, 2009 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 15th day of December, 2009.

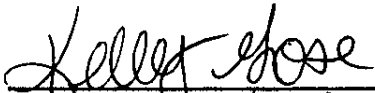
MAINSTREET COMMUNITY BANK OF FLORIDA

By: 
W. Ben Flowers, Jr.
President and Chief Executive Officer

STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 15th day of December, 2009, by W. Ben Flowers, Jr., as President and Chief Executive Officer of Mainstreet Community Bank of Florida, a Florida banking corporation.




Printed Name: Kelley Grose
Notary Public, State of Florida

Personally Known ☒ or Produced Identification ☐

Type of Identification Produced _____

APPROVAL

Approved by the Florida Office of Financial Regulation this _____ day of December, 2009.

Linda B. Charity
Director, Division of Financial Institutions