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Commissioner Russell C. Weigel, III

December 4, 2020

VIA INTEROFFICE MAIL

Ms. Diane Cushing
Administrator
Amendment Section
Florida Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314-6327

Dear Ms. Cushing:

Please file the enclosed Amendment to the Articles of Incorporation for Mainstreet Community Bank of Florida, Deland, Florida, at your earliest convenience. The distribution of the certified copies should be as follows:

(1) One copy to: Office of Financial Regulation
Division of Financial Institutions
200 East Gaines Street
Tallahassee, Florida 32399-0371

(1) One copy to: John P. Greely
Attorney
Smith Mackinnon, PA
301 East Pine Street
Orlando, Florida 32801

Enclosed is check No. 0024560, totaling \$52.50, payable to the Division of Corporations. The check represents payment for the filing fee and two certified copy for the attached Amendment to the Articles of Incorporation. If you have any questions, please do not hesitate to contact Kimberly McGill at Kim.McGill@FLOFR.com or at 850-410-9524.

Sincerely,

Ms. Terry L. Hughes
Bureau Chief
Division of Financial Institutions

TLH/km

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

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

FIRST: Article FOURTH of the Restated Articles of Incorporation of the Corporation is hereby deleted in its entirety and the following inserted in lieu thereof:

FOURTH: The aggregate number of shares the Corporation shall have the authority to issued is (i) Five Million Three Thousand (5,300,000) common shares (the "Common Shares"), of which Five Million One Hundred Fifty Thousand (5,150,000) shares shall be designated as Class A Voting Common Shares and One Hundred Fifty Thousand (150,000) shares shall be designated as Class B Non-voting Common Shares and (ii) Three Hundred Thousand (300,000) shares of Class A Preferred Stock (the "Preferred Shares"). The Common Shares shall have a par value of \$5.00 per share and the Preferred Shares shall have a par value of \$25.00 per share. The Class A Voting Common Shares are entitled to all voting rights and powers. Except as required by law, the Class B Non-voting Common Shares and the Preferred Shares are not entitled to any voting rights or powers, and the holders thereof shall not be entitled to notice of any meeting of shareholders. Except as to voting rights, in all other respects the Class A Voting Common Shares and the Class B Non-voting Common Shares shall be identical.

A. Description of Class A Preferred Stock. The terms, preferences, limitations and relative rights of the Class A Preferred Stock are as follows:

1. Ranking. The Class A Preferred Stock shall, with respect to rights on liquidation, dissolution or winding up of the Corporation, rank senior to the Common Shares and all of the classes and series of equity securities of the Corporation, other than any classes or series of equity securities of the Corporation subsequently issued on a parity with the Class A Preferred Stock as to rights upon liquidation, dissolution or winding up of the Corporation. The relative rights and preferences of the Class A Preferred Stock may be subordinated to the relative rights and preferences of holders of subsequent issues of other classes or series of preferred stock and equity securities of the Corporation designated by the Board of Directors from time to time. The Class A Preferred Stock is junior to indebtedness issued from time to time by the Corporation, including notes and debentures.

2. Dividend Rights. The holders of Class A Preferred Stock shall not be entitled to receive any dividends, except if, as, and when declared by the Board of Directors out of funds legally available therefor.

3. Voting Rights. Except as required by law, the Class A Preferred Stock shall not be entitled to any voting rights or powers, and the holders thereof shall not be entitled to notice to any meeting of shareholders.

4. Conversion Rights. The shares of Class A Preferred Stock shall be automatically converted into Class A Voting Common Shares on the one hundred twentieth (120th) calendar day following the later of (i) the approval by the Board of Directors of the value per share of the Common Shares as of December 31, 2020 (the "Share Valuation") and (ii) the approval of the Florida Office of Financial Regulation and/or the Federal Deposit Insurance Corporation (to the extent required) of the issuance and sale of the shares of Class A Voting Common Shares. Each holder of shares of Class A Preferred Stock shall be entitled to receive that number of shares of Class A Voting Common Shares equal to the quotient obtained by dividing (i) the aggregate par value amount of the shares of Class A Preferred Stock owned by such holder by (ii) the Share Valuation (with any fractional share interest rounded up to the next whole share). As promptly or practicable on or after the conversion date, the Corporation shall issue and deliver to each holder a certificate or certificates for the number of full shares of Class A Voting Common Shares issuable upon such conversion to the person entitled to receive the same.

5. Redemption Rights. The holders of the shares of Class A Preferred Stock shall not have any right to require that the Corporation redeem their shares nor shall the Corporation have any right to require the holders of Class A Preferred Stock to sell such shares to the Corporation.

6. Liquidation Preference.

(a) Voluntary or Involuntary Liquidation. In the event of any liquidation, dissolution or winding up of the affairs of the Corporation, whether voluntary or involuntary, holders of Class A Preferred Stock shall be entitled to receive for each such share, out of the assets of the Corporation or proceeds thereof (whether capital or surplus) available for distribution to shareholders of the Corporation, subject to the rights of any creditors of the Corporation, before any distribution of such assets or proceeds is made to or set aside for the holders of Common Stock and any other stock of the Corporation ranking junior to the Class A Preferred Stock as to such distribution, payment in full in an amount equal to \$25.00 per share (the "Liquidation Preference").

(b) Partial Payment. If in any distribution described in Section 6(a) above, the assets of the Corporation or proceeds thereof are not sufficient to pay in full the amounts payable with respect to all outstanding shares of Class A Preferred Stock and the corresponding amounts payable with respect to any other stock of the Corporation ranking equally with the Class A Preferred Stock as to such distribution, holders of Class A Preferred Stock and the holders of such other stock shall share ratably in any such distribution in proportion to the full respective distributions to which they are entitled.

(c) Residual Distributions. If the Liquidation Preference has been paid in full to all holders of Class A Preferred Stock and the corresponding amounts payable with respect of any other stock of the Corporation ranking equally with the Class A Preferred Stock as to such distribution has been paid in full, the holders of other stock of the Corporation shall be entitled to receive all remaining assets of the Corporation (or proceeds thereof) according to their respective rights and preferences.

7. Preemptive Rights. Holders of Class A Preferred Stock shall not have as a matter of right any preemptive or preferential right to subscribe for, purchase, receive, or otherwise acquire any part of any new or additional issue of stock of any class, whether now or hereafter authorized, or of any bonds, debentures, notes, or other securities of the Corporation, whether or not convertible into shares of stock of the Corporation.

8. Certain Events. If any event occurs as to which in the sole discretion of the Board of Directors of the Corporation the other provisions of this Article would not protect the conversion or other rights of the Class A Preferred Stock in accordance with the essential intent and principles of this Article, then such Board of Directors shall make an adjustment in the application of such provisions, in accordance with such essential intent and principles as determined by the Board of Directors, so as to protect such rights as aforesaid.

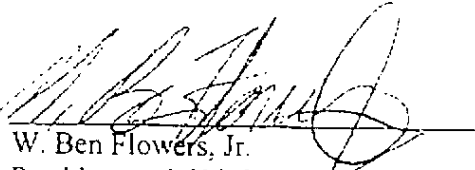
B. The Board of Directors by vote of a majority of the whole Board is expressly authorized to adopt such resolutions and issue stock from time to time as it may deem desirable.

C. The Corporation elects to have preemptive rights.

SECOND: The foregoing Articles of Amendment were duly adopted by the (i) holders of in excess of a majority of the outstanding shares of Class A Voting Common Shares, and (ii) holders of in excess of a majority of the outstanding shares of Class B Non-voting Common Shares, being the sole voting groups entitled to vote on the amendment, on Nov 24, 2020 and the number of votes cast for the amendment by the shareholders of each of the Class A Voting Common Shares and Class B Non-voting Common Shares was sufficient for approval by each such voting group.

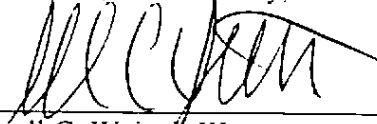
IN WITNESS WHEREOF, the undersigned has caused these Articles of Amendment to the Restated Articles of Incorporation to be executed and attested to by its duly authorized officer as of this 24 day of November, 2020.

MAINSTREET COMMUNITY BANK OF FLORIDA

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

APPROVED by the Office of Financial Regulation this 4th day of
December, 2020.

Tallahassee, Leon County, Florida

A handwritten signature in black ink, appearing to read 'Russell C. Weigel, III', written over a horizontal line.

Russell C. Weigel, III
Commissioner
Office of Financial Regulation