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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

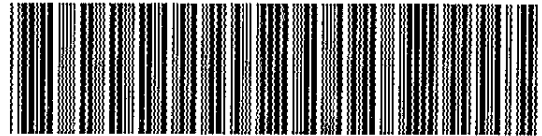
(Business Entity Name)

(Document Number)

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03 SEP 18 AM 2:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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# ROSSWAY MOORE & TAYLOR

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ATTORNEYS AND COUNSELORS AT LAW

THE OAK POINT PROFESSIONAL CENTER  
5070 NORTH HIGHWAY A-1-A  
SUITE 200

VERO BEACH, FLORIDA 32963

September 16, 2003

JOHN E. MOORE, III\*  
BRADLEY W. ROSSWAY  
J. ATWOOD TAYLOR, III\*

LISA R. HAMILTON  
MARY E. SILVA\*  
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\*ALSO ADMITTED IN  
THE DISTRICT OF COLUMBIA  
\*\*ALSO ADMITTED IN  
CALIFORNIA

## VIA CERTIFIED MAIL

Florida Department of State  
ATTN: Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

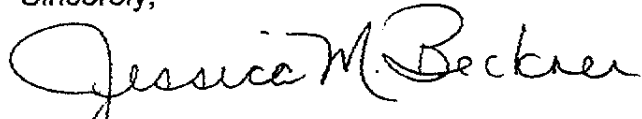
**RE: OFF THE BANK, INC.**

Dear Sir/Madam:

Enclosed please find Articles of Organization for the captioned entity for filing. Also enclosed is a check in the amount of \$78.75 representing the filing fee, registered agent fee and certified copy fee.

If you have any questions, please do not hesitate to contact me.

Sincerely,



Jessica M. Beckner  
Legal Assistant to John E. Moore, III

Enclosures

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

October 9, 2003

OFF THE BANK, INC.  
5070 N HWY A-1-A STE 200  
VERO BCH, FL 32963

We have received your document for OFF THE BANK, 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 Office of Financial Institutions, pursuant to section 655.922(2a), Florida Statutes.

Enclosed is a "Name Approval Request" form to be filled out and sent to the address indicated on the form. If the proposed name is approved by the Office of Financial Institutions, resubmit the document and approval letter to the Division of Corporations for filing.

An effective date may be added to the Articles of Incorporation **if a 2004 date is needed**, otherwise the date of receipt will be the file date. **A separate article must be added to the Articles of Incorporation for the effective date.**

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) 245-6925.

Cynthia Blalock  
Document Specialist  
New Filings Section

Letter Number: 803A00055380

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# ROSSWAY MOORE & TAYLOR

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ATTORNEYS AND COUNSELORS AT LAW

THE OAK POINT PROFESSIONAL CENTER  
5070 NORTH HIGHWAY A-1A  
SUITE 200

VERO BEACH, FLORIDA 32963

October 15, 2003

JOHN E. MOORE, III\*  
BRADLEY W. ROSSWAY  
J. ATWOOD TAYLOR, III\*  
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THE DISTRICT OF COLUMBIA  
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CALIFORNIA

## VIA FEDERAL EXPRESS

Florida Department of State  
Division of Corporations  
Attn: Cynthia Blalock  
409 E. Gaines Street  
Tallahassee, FL 32399

RE: OFF THE BANK, INC.

Dear Ms. Blalock:

Enclosed please find Articles of Incorporation for the captioned entity for refiling with the effective date being September 18, 2003. This letter will follow up a telephone conversation you had with Mary Silva at our office in which you asked that we forward you the letter from the Office of Financial Regulation dated October 1, 2003 regarding the above-referenced entity. In your conversation with Mary you also indicated that there will be no additional filing fees for this entity.

If you have any questions, please do not hesitate to contact me.

Sincerely,



Jessica M. Beckner  
Legal Assistant to John E. Moore, III

Enclosures

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OFFICE OF FINANCIAL REGULATION

DON B. SAXON  
DIRECTOR

FINANCIAL SERVICES  
COMMISSION

JEB BUSH  
GOVERNOR

TOM GALLAGHER  
CHIEF FINANCIAL OFFICER

CHARLIE CRIST  
ATTORNEY GENERAL

CHARLES BRONSON  
COMMISSIONER OF  
AGRICULTURE

October 1, 2003

Mr. Michael B. Timmerman  
Post Office Box 788  
Vero Beach, Florida 32961

Dear Mr. Timmerman:

Re: Off The Bank, Inc.

Thank you for your recent letter/fax requesting approval for use of the above-referenced name.

It is the opinion of this Office that the above-referenced corporate name is definitive enough to differentiate the business being conducted from that of a commercial bank or trust company. Therefore, the Office does not object to your use of the above-referenced name being registered to conduct business in the state of Florida.

Sincerely,

Linda B. Charity  
Deputy Director  
Financial Institutions

LBC:ker

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

**ARTICLES OF INCORPORATION  
OF  
OFF THE BANK, INC.**

**FILED**  
03 SEP 18 AM 2:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

**ARTICLE I  
NAME**

The name of the corporation shall be Off the Bank, Inc.

**ARTICLE II  
PRINCIPAL OFFICE**

The principal place of business shall be 1 Ave. A, Ft. Pierce, FL 34950 and the mailing address of the corporation shall be Off the Bank, Inc., P.O. Box 788, Vero Beach, Florida 32961.

**ARTICLE III  
NATURE OF BUSINESS PURPOSE**

The purpose of the corporation is to engage in any lawful act or business permitted under the laws of the United States; of the State of Florida; or of any other state, country, territory, or principality.

**ARTICLE IV  
SHARES**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of One Dollar (\$1.00) per share.

**ARTICLE IV**  
**MANNER OF ELECTION OF DIRECTORS**

The directors shall be appointed by the shareholders at the annual shareholders' meeting or as specified in the by-laws.

**ARTICLE V**  
**INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida street address of the initial registered agent is Bradley W. Rossway, Rossway Moore & Taylor, 5070 N. Hwy A1A, Suite 200, Vero Beach, FL 32963.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Bradley W. Rossway  
Registered Agent

9/14/03  
Date

**ARTICLE VI**  
**INCORPORATOR**

The name and address of the Incorporator to these Articles of Incorporation is Michael B. Timmerman, P.O. Box 788, Vero Beach, Florida 32961.

Michael B. Timmerman  
Incorporator

9-12-03  
Date