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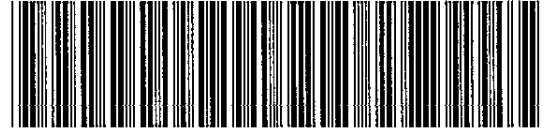
(Business Entity Name)

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STATE OF FLORIDA

OFFICE OF FINANCIAL REGULATION

DATE: November 25, 2003

TO: Karon Beyer, Department of State
Division of Corporations - Bureau of Commercial Recordings

FROM: Bruce Ricca, Licensing and Chartering

SUBJ: First Bradenton Bank
Bradenton, Manatee County
(Conversion to a state bank) 11-26

Please file the attached Articles of Incorporation for the above-referenced institution, using DECEMBER 1, 2003, as the effective date.

Please make the following distribution of certified copies:

- (1) One copy to: Bruce Ricca
Office of Financial Regulation
Licensing & Chartering
200 East Gaines Street
Tallahassee, FL 32399-0371
- (2) Two copies to: Mr. Lloyd W. Geiger
First Bradenton Bank
Post Office Box 11258
Bradenton, Florida 34282
- (3) One copy to: Ms. Kate Gaboardi
(Uncertified) Federal Reserve Bank of Atlanta
1000 Peachtree Street, N. E.
Atlanta, Georgia 30309-4470

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.

EFFECTIVE DATE
12-1-03

FILED
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TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
FIRST BRADENTON BANK**

The undersigned, acting as director(s) for the purpose of forming a corporation under and by virtue of the Laws of the State of Florida, adopt(s) the following Articles of Incorporation. This is a banking corporation which is incorporated by conversion from a federal savings bank.

ARTICLE I

The name of the corporation shall be First Bradenton Bank and its initial place of business shall be 5305 26th Street West, in the City of Bradenton, in the County of Manatee and State of Florida.

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 or association) corporations.

ARTICLE III

The total number of shares authorized to be issued by the corporation shall be One Thousand (1,000). Such shares shall be of a single class and shall have a par value of One Hundred Dollars (\$100.00) per share. The corporation shall begin business as a state chartered bank with at least Four Thousand Five Hundred Dollars (\$4,500.00) in paid-in common capital stock to be divided into Forty Five (45) shares. The amount of surplus with which the corporation will begin business as a state chartered bank will be not less

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than Four Million Four Hundred Ninety-Five Thousand Five Hundred Dollars (\$4,495,500) and the amount of undivided profits, not less than One Hundred Fifty Thousand Dollars (\$150,000), all of which (capital stock, surplus, and undivided profits) shall be paid in cash.

ARTICLE IV

The board of directors of the corporation shall consist of at least five (5) directors and the directors shall be elected, unless appointed to fill a vacancy, at the annual meeting of stockholders or at a special meeting; however, a majority of the full board of directors may, at any time during the year following the annual meeting of shareholders in which such action has been authorized, increase the number of directors by not more than two and appoint persons to fill the resulting vacancies. The board of directors at the time these Articles of Incorporation become effective shall consist of the persons listed below:

<u>NAME</u>	<u>STREET ADDRESS</u>
George T. Smith	5060 18 th Avenue West, Bradenton, Florida 34209
Thomas L. Hodgson	3602 Wilderness Blvd. East Parrish, Florida 34219
Norman J. Pinardi	2306 Palma Sola Boulevard Bradenton, Florida 34209
Robert J. Bellino, M.D.	9303 17 th Avenue N.W. Bradenton, Florida 34209
Copeland C. Carter, Jr.	7304 21 st Avenue, N.W. Bradenton, Florida 34209
Julianna H. Ross	2811 Palma Sola Boulevard Bradenton, Florida 34209

NAME

STREET ADDRESS

Dozier B. Hilliard

4406 Riverview Boulevard West
Bradenton, Florida 34209

ARTICLE V


The term for which this corporation shall exist shall be perpetual unless terminated pursuant to the Florida Financial Institutions Codes.

ARTICLE VI

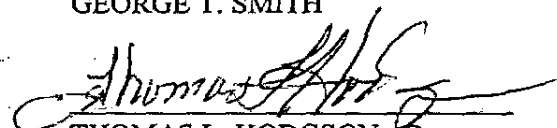
These Articles of Incorporation evidence the conversion of First Bradenton Bank, EIN 65-0772418, a federally chartered savings bank, into a state bank pursuant to Section 655.411 of the Florida Financial Institution Codes, in a transaction qualifying as a tax free reorganization under Section 368(a)(1)(F) of the Internal Revenue Code of 1986, as amended.

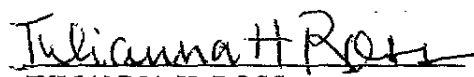
In witness of the foregoing, the undersigned directors have executed these Articles of Incorporation this 18th day of November, A.D. 2003.

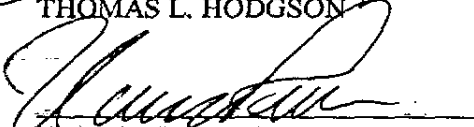

ROBERT J. BELLINO, M.D.

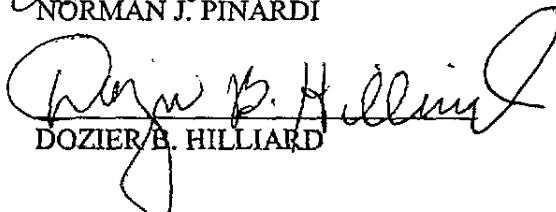

GEORGE T. SMITH


COPELAND C. CARTER, JR.


THOMAS L. HODGSON


JULIANNA H. ROSS


NORMAN J. PINARDI


DOZIER B. HILLIARD

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 18th day of November, 2003, by GEORGE T. SMITH, ☒ who is personally known to me, ☐ or who has produced the following identification: _____ (check one).


Name: L. W. Geiger

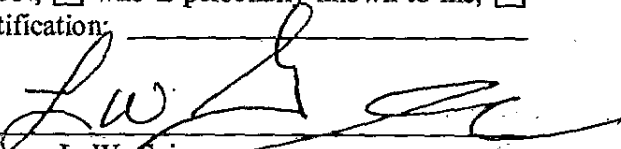
NOTARY PUBLIC

Commission No.: DD079229

Commission Expiration Date: March 28, 2006

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 18th day of November, 2003, by THOMAS L. HODGSON, ☒ who is personally known to me, ☐ or who has produced the following identification: _____ (check one).


Name: L. W. Geiger

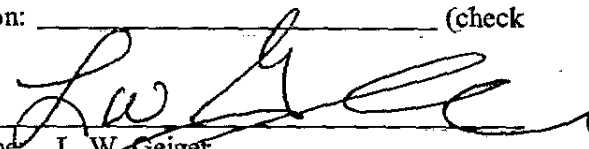
NOTARY PUBLIC

Commission No.: DD079229

Commission Expiration Date: March 28, 2006

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 18th day of November, 2003, by NORMAN J. PINARDI, ☒ who is personally known to me, ☐ or who has produced the following identification: _____ (check one).


Name: L. W. Geiger


NOTARY PUBLIC

Commission No.: DD079229

Commission Expiration Date: March 28, 2006


STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 18th day of November, 2003, by ROBERT J. BELLINO, M.D., ☒ who is personally known to me, ☐ or who has produced the following identification: _____ (check one).


Name: L. W. Geiger
NOTARY PUBLIC
Commission No.: DD079229
Commission Expiration Date: March 28, 2006

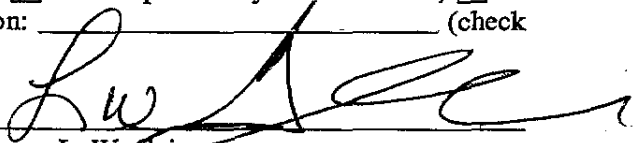
STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 18th day of November, 2003, by COPELAND C. CARTER, JR., ☒ who is personally known to me, ☐ or who has produced the following identification: _____ (check one).


Name: L. W. Geiger
NOTARY PUBLIC
Commission No.: DD079229
Commission Expiration Date: March 28, 2006

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 18th day of November, 2003, by JULIANNA H. ROSS, ☒ who is personally known to me, ☐ or who has produced the following identification: _____ (check one).


Name: L. W. Geiger
NOTARY PUBLIC
Commission No.: DD079229
Commission Expiration Date: March 28, 2006

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 18th day of November, 2003, by DOZIER B. HILLIARD, ☒ who is personally known to me, ☐ or who has produced the following identification: _____ (check one).


Name: L. W. Geiger
NOTARY PUBLIC

Commission No.: DD079229


Commission Expiration Date: March 28, 2006

~~Approved by the Division of Banking of the Florida Department of Financial Services this ____ day of _____, 2003, in Tallahassee, Florida.~~

~~_____
Tom Gallagher
Chief Financial Officer and Head of the
Florida Department of Financial Services~~

APPROVAL

**Approved by the Florida Office of Financial Regulation this 24th day of November,
2003, Tallahassee, Florida.**



**Linda B. Charity, Deputy Director
Office of Financial Regulation**