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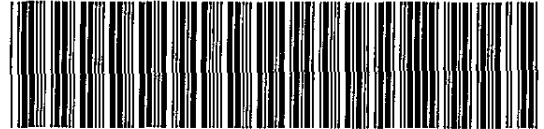
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STATE OF FLORIDA OFFICE OF FINANCIAL REGULATION

DATE: January 9, 2004

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

FROM: Bruce Ricca, Office of Financial Regulation - Licensing and Chartering

SUBJ: American Enterprise Bank of Florida
Jacksonville, Duval County
(proposed state-chartered bank)

Please file the attached Articles of Incorporation for the above-referenced institution, using **JANUARY 9, 2004**, 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. John P. Greeley
Smith Mackinnon, P. A.
Post Office Box 2254
Orlando, Florida 32802-2254
- (3) One copy to: Mr. Steve King
(Uncertified) Federal Deposit Insurance Corporation
10 Tenth Street, N. E.
Suite 800
Atlanta, Georgia 30309-3906

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.

**ARTICLES OF INCORPORATION
OF
AMERICAN ENTERPRISE BANK OF FLORIDA**

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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The undersigned, acting as directors for the purpose of forming a corporation under and by virtue of the Laws of the State of Florida, adopt the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be American Enterprise Bank of Florida and its initial place of business shall be at Suite 100, 4655 Salisbury Road, Jacksonville, County of Duval, and State of Florida 32256.

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 corporations.

ARTICLE III

The total number of shares authorized to be issued by the corporation shall be 4,000,000. Such shares shall be of a single class and shall have a par value of \$5.00 per share. The corporation shall begin business with at least \$4,250,000 in paid-in common capital stock to be divided into 850,000 shares. The amount of surplus with which the corporation will begin business will be not less than \$3,900,000.

ARTICLE IV

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

ARTICLE V

The number of directors shall not be fewer than five (5). The names and street addresses of the first directors of the corporation are:

Name	<u>Street Address</u>
Bennett Brown	3007 Forest Circle, Jacksonville, Florida 32257
Carter Bryan	4703 Ortega Boulevard, Jacksonville, Florida 32210
Al LaFaye	208 North Bartram Trail, Jacksonville, Florida 32259

Sutton McGehee, Jr. 4329 Great Oaks Lane, Jacksonville, Florida 32207
Chris Regas 9230 Beauclerc Circle East, Jacksonville, Florida 32257
V. Hawley Smith, Jr. 2767 Forest Circle, Jacksonville, Florida 32257

A majority of the full board of directors may, at any time during the year following the annual meeting of shareholders, increase the number of directors of this corporation by not more than two and appoint persons to fill the resulting vacancies.

ARTICLE VI

The name and street address of the person signing these Articles of Incorporation as incorporator is Bennett Brown, 3007 Forest Circle, Jacksonville, Florida 32257.

In witness of the foregoing, the undersigned incorporator has executed these Articles of Incorporation declaring and certifying that the facts stated herein are true, and hereby subscribes thereto and hereunto sets his hand and seal this 5 day of JAN, A.D. 2004.

Bennett Brown

Bennett Brown

STATE OF FLORIDA)
COUNTY OF DUVAL)

The foregoing instrument was acknowledged before me this 5th day of January, 2004, by Bennett Brown.

Julie C. Ramoutar
Printed Name: Julie C. Ramoutar
Notary Public - State of Florida at Large

Personally known ☒ or Produced Identification ☐
Type of Identification Produced _____



Approved by the Florida Office of Financial Regulation this 9TH day of January,
2004.

Tallahassee, Florida

Yvonne B. Charley