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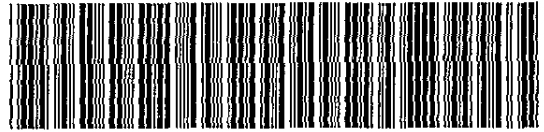
(Business Entity Name)

(Document Number)

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**ARTICLES OF INCORPORATION
OF**

AMERICANFIRST BANK

FILED
04 AUG 16 PM 1:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

ARTICLE I

NAME

The name of the corporation shall be AmericanFirst Bank and its initial place of business shall be at 1060 West Highway 50, in the City of Clermont, in the County of Lake and State of Florida.

ARTICLE II

NATURE OF BUSINESS

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

CAPITALIZATION

The total number of shares authorized to be issued by the corporation shall be 2,000,000. 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 \$3,250,000 in paid-in common capital stock to be divided into 650,000 shares. The amount of surplus with which the corporation will begin business will be not less than \$2,750,000, all of which (capital stock, surplus, and undivided profits) shall be paid in cash.

ARTICLE IV

TERM

The term for which said corporation shall exist shall be perpetual unless terminated

pursuant to the Florida Financial Institutions Codes.

ARTICLE V
DIRECTORS

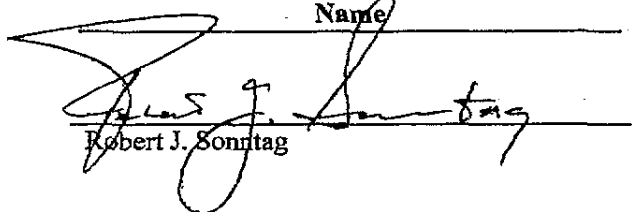
The number of directors shall not be fewer than five (5). The names and street addresses of the first directors of the corporation are:

Name	Street Address
William E. Lawson	1803 Rosewood Drive Clermont, Fl 34711
Dale H. Parsons	112 Camphor Tree Lane Altamonte Springs, FL 32714
Ray C. Parsons	1600 Regal Cove Court Kissimmee, FL 34744
Donald E. Potts	5256 Timberview Terrace Orlando, FL 32819
Dennis G. Richter	1021 Fairview Drive Lawrenceburg, IN 47025
Jesus A. Rosario	17318 Summer Sun Court Clermont, FL 34711
Scott H. Ryan	5111 Brenwood Street Sanford, FL 32771
John J. Sandroni	4024 Shorecrest Drive Orlando, FL 32804
Robert J. Sonntag	9029 Mossy Oak Lane Clermont, FL 34711
Robert P. Sonntag	3859 Autumn Way Lawrenceburg, IN 47025
Joseph Stewart, Jr.	148 Tara Oaks Circle Lady Lake, FL 32159
Donald B. Thelen	2502 Kingston Court Villa Hills, KY 41017-3759

The 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 the Bank by not more than

two and appoint persons to fill the resulting vacancies.

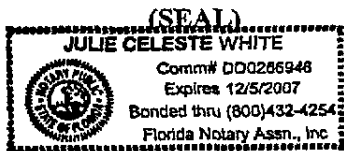
In witness of the foregoing, the undersigned director(s) have executed these Articles of Incorporation this 4 day of August, A.D. 2004.

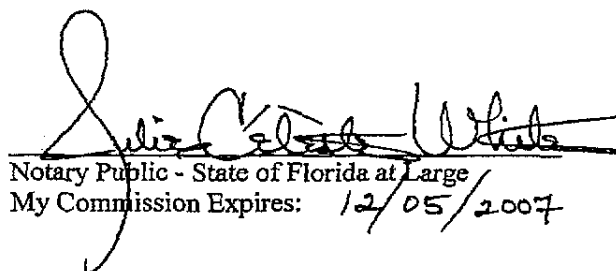
Name	Street Address
 Robert J. Sonntag	9029 Mossy Oak Lane Clermont, FL 34711

NOTARY

STATE OF FLORIDA)
COUNTY OF LAKE) SS

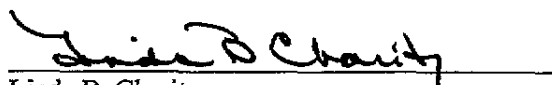
The foregoing instrument was acknowledged before me this 4th day of August, 2004, by Robert J. Sonntag, who is personally known to me or who has produced _____ as identification and who did/did not take an oath.




Notary Public - State of Florida at Large
My Commission Expires: 12/05/2007

Approved by the Florida Office of Financial Regulation this 13TH day of AUGUST, 2004.

Tallahassee, Florida


Linda B. Charity
Deputy Director of the State of Florida and
of the Florida Office of Financial Regulation