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**INTEROFFICE
COMMUNICATION**



**OFFICE OF FINANCIAL
REGULATION**

DATE: February 8, 2005

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

FROM: Bruce Ricca, Licensing and Chartering

SUBJ: Freedom Bank
Bradenton, Manatee County
(Proposed New Bank)

Please file the attached Articles of Incorporation for the above-referenced institution, using TODAY'S DATE, 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. Gerald Anthony
Freedom Bank (in organization)
5726 Cortez Road West, #347
Bradenton, Florida 34210
- (3) One copy to: Mr. Edye Fulcher
(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
FREEDOM BANK**

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05 FEB -8 PM 12:36

The undersigned, acting as incorporators of FREEDOM BANK (the "Corporation") under the Florida Business Corporation Act, adopt the following Articles of Incorporation.

**ARTICLE I
CORPORATE NAME AND PRINCIPAL OFFICE**

The name of the Corporation shall be FREEDOM BANK and its initial place of business shall be 617 Cortez Road West, Bradenton, Manatee County, Florida 34205.

**ARTICLE II
GENERAL NATURE OF BUSINESS**

The general nature of the business to be transacted by the Corporation shall be that of a commercial banking business with all rights, powers, and privileges granted and conferred by the Florida Financial Institutions Codes, relating to the organization, powers and management of banking corporations.

**ARTICLE III
CAPITAL STOCK**

The 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. The Corporation shall begin business with at least \$3,750,000 of paid-in capital, to be derived from the issuance of at least 750,000 shares, as well as initial paid-in capital surplus of not less than \$3,250,000, all of which (paid-in capital and paid-in capital surplus) shall be paid in cash.

**ARTICLE IV
TERM OF EXISTENCE**

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

**ARTICLE V
INCORPORATORS AND INITIAL DIRECTORS**

The names and street addresses of the incorporators of the Corporation, who shall also serve as the Corporation's initial directors, are set forth below:

<u>NAME</u>	<u>STREET ADDRESS</u>
Gerald L. Anthony	3907 Royal Palm Drive Bradenton, FL 34210
Alphonso A. Belsito	7414 7 th Avenue N.W. Bradenton, FL 34209
Denise K. Cabanillas	4334 15 th Way Palmetto, FL 34221

05 JUN 4 PM 2:29
CLERK

John T. Hubbard

11553 28th St. Cir E
Parrish, FL 34219

Edward H. Jennings

2419 Landings Circle
Bradenton, FL 34209

David E. Law

5947 Riverview Blvd.
Bradenton, FL 34209

David E. Pack

557 Venice Lane
Sarasota, FL 34242

Lynn B. Powell

553 Magellan Drive
Sarasota, FL 34243

Howard A. Seider

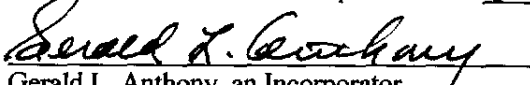
5904 Riverview Lane
Bradenton, FL 34209

George A. Skestos

31 S. Columbia Avenue
Bexley, OH 43209

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

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 29th day of December 2004.


Gerald L. Anthony, an Incorporator

**APPROVAL OF ARTICLES OF INCORPORATION BY
THE OFFICE OF FINANCIAL INSTITUTIONS
AND SECURITIES REGULATION**

The foregoing Articles of Incorporation of FREEDOM BANK are approved by the Office of Financial Institutions and Securities Regulation of the Florida Department of Financial Services this 8TH day of February 2005 at Tallahassee, Florida.


Linda B. Charity, Director
Office of Financial Regulation