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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Handwritten signature and date 6/22

**INTEROFFICE
COMMUNICATION**



**OFFICE OF FINANCIAL
REGULATION**

DATE: June 21, 2005

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

FROM: Bruce Ricca, Licensing and Chartering

SUBJ: CNLBank, First Coast
Jacksonville, Duval 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. John P. Greeley
Smith Mackinnon, P. A.
Post Office Box 2254
Orlando, Florida 32802-2254
- (3) One copy to: Mr. Mike Thonen
(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.

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
CNLBANK, FIRST COAST**

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 CNLBank, First Coast and its initial place of business shall be at 10739 Deerwood Park Boulevard, Suite 100, Jacksonville, Duval County, 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 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 \$5,000,000 in paid-in common capital stock to be divided into 1,000,000 shares. The amount of surplus with which the corporation will begin business will be not less than \$4,735,000.

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:

<u>Name</u>	<u>Street Address</u>
John K. Anderson, Jr.	101 Kingfisher Drive, Ponte Vedra Beach, Florida 32082
C. Michael Collins	660 Osceola Avenue, #101, Winter Park, FL 32789
Lee E. Hanna	13570 Mandarin Road, Jacksonville, Florida 32223
Matthew Kenyon	3020 Lake Shore Boulevard, Jacksonville, Florida 32210
F. David McKinney	3131 Middlesex Road, Orlando, Florida 32803

James A. Miller
Charles W. Newman
John A. Riley
Don D. Roberts
Dan J. St. John

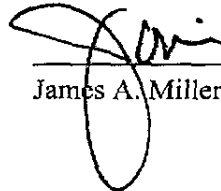
361 Summerset Drive, Jacksonville, Florida 32259
24769 Harbour View Drive, Ponte Vedra Beach, FL 32082
4090 Scarlet Iris Place, Winter Park, Florida 32792
13833 Fiddlers Pointe Drive, Jacksonville, Florida 32225
1158-68 Fruit Cove Road, Jacksonville, Florida 32259

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 James A. Miller, 361 Summerset Drive, Jacksonville, Florida 32259.

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 9th day of June, 2005.

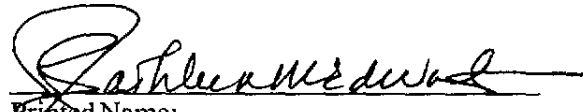

James A. Miller

STATE OF FLORIDA)
COUNTY OF DUVAL)

The foregoing instrument was acknowledged before me this 9th day of June, 2005, by James A. Miller.




Kathleen M Edwards
My Commission DD255223
Expires October 28, 2007


Printed Name: _____
Notary Public - State of Florida at Large

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

APPROVAL

Approved by the Florida Office of Financial Regulation this 20TH day of June, 2005,
Tallahassee, Florida.



Linda B. Charity, Director
Division of Financial Institutions

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TALLAHASSEE, FLORIDA