

P05000112780

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09 DEC 21 PM 4:24

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMEND
DEC 21/23



J. THOMAS CARDWELL
COMMISSIONER

OFFICE OF FINANCIAL REGULATION

**FINANCIAL SERVICES
COMMISSION**

CHARLIE CRIST
GOVERNOR

BILL McCOLLUM
ATTORNEY GENERAL

ALEX SINK
CHIEF FINANCIAL OFFICER

CHARLES BRONSON
COMMISSIONER OF
AGRICULTURE

December 18, 2009

VIA INTEROFFICE MAIL

Ms. Karen Gibson
Senior Section Administrator
Amendment Section
Florida Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314-6327

Dear Ms. Gibson:

Please file the enclosed amendment to the articles of incorporation for First Capital Bank, Marianna, Florida, at your earliest convenience. The distribution of the certified copies should be as follows:

- (1) Return one copy to: Division of Financial Institutions
 Office of Financial Regulation
 200 East Gaines Street
 Tallahassee, Florida 32399-0371
- (2) Mail one copy to: Mr. William R. Bennett
 President and Chief Executive Officer
 First Capital Bank
 4701 Highway 90
 Marianna, Florida 32446

Also enclosed is a check for \$52.50 representing the filing and certified copy fees. If you have any questions, please do not hesitate to contact me.

Sincerely,

Willie Barnes
Financial Control Analyst
Bureau of Bank Regulation

WB

Enclosures (2)

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

FIRST CAPITAL BANK

P05000112780

(Document number of Corporation)

09 DEC 21 PM 4:24
TALLAHASSEE
SECRETARY OF STATE

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its Articles of Incorporation which were approved by the board of directors of the corporation on November 17, 2009, and by the shareholders owning a majority of the voting stock of the corporation at a special meeting of shareholders held on December 16, 2009:

FIRST: The name of the corporation is First Capital Bank

SECOND: Article III of the Articles of Incorporation is hereby deleted in its entirety and the following is substituted in lieu thereof:

ARTICLE III - CAPITAL STOCK

The authorized capital stock of this corporation shall consist of 10,000,000 shares of common stock, par value \$1.00 per share.

THIRD: The amendment was adopted on December 16, 2009.

FOURTH: The amendment was approved by the shareholders of the corporation. The number of votes cast for the amendment was sufficient for approval.

Signed this 16th day of December, 2009.

FIRST CAPITAL BANK

By



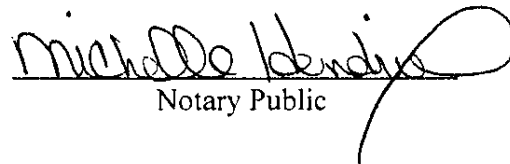
Printed Name: W. ROY BENNETT

Title: PRESIDENT

I, Kristy Smith, hereby certify that I am the Assistant Secretary of First Capital Bank and that the above resolution was unanimously approved by the board of directors of the corporation by unanimous written consent dated November 17, 2009, and by the shareholders owning a majority of the voting stock of the corporation at a special meeting of shareholders held on December 16, 2009.

Witness my hand and seal of First Capital Bank this 16th day of December, 2009.


Secretary


Notary Public




MICHELLE HENDRIX
Commission DD 632345
Expires March 11, 2011
Bonded Thru Troy Fast Insurance 900-365-7019

3369641_1

APPROVAL

Approved by the State of Florida, Office of Financial Regulation, on this 18th
day of December, 2009.


Linda B. Charity, Director
Division of Financial Institutions