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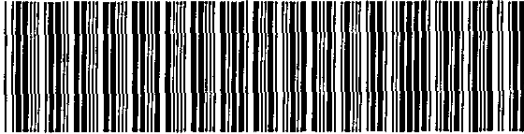
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**INTEROFFICE  
COMMUNICATION**



**OFFICE OF FINANCIAL  
REGULATION**

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**DATE:** October 21, 2005

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

**FROM:** Bruce Ricca, Licensing and Chartering

**SUBJ:** GulfSouth Private Bank  
Destin, Okaloosa County  
(Proposed New Bank)

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Please file the attached Articles of Incorporation for the above-referenced institution, using the DATE OF FILING, 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. Jeff Povlak  
(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  
GULFSOUTH PRIVATE BANK**

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 GulfSouth Private Bank and its initial place of business shall be at 305 Main Street, Destin, Okaloosa County, Florida 32541.

**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 3,000,000. 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 \$6,000,000 in paid-in common capital stock to be divided into 1,200,000 shares. The amount of surplus with which the corporation will begin business will be not less than \$5,500,000.

**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>
Anthony J. Atkins	4071 Burning Tree Drive, Destin, FL 32541
Robert H. Bennett	1920 Main Street, Louisville, AL 36048
George T. Brannon	69 Sierra Dunes @ Tops'l, Miramar Beach FL 32550
Robert M. Cody	163 Outback Road, Clayton, AL 36016
Joseph P. Dougherty	4043 Kats Ct., Destin FL 32541

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TALLAHASSEE, FLORIDA

Thomas B. Henry  
Steve J. Jay  
Purser L. Mcleod, Jr. (Mac)  
David T. Roberts  
Martin H Williams


1331 Nursery Road, Santa Rosa Beach, FL 32459  
806 East Lake Dr., Shalimar FL 32579  
2504 Agnew St., Montgomery AL 36106  
83 Country Club Dr. W., Destin FL 32541  
6 Moreno Pt., Destin FL 32541

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

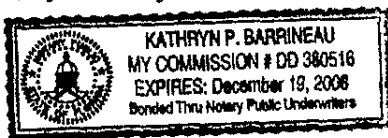
The name and street address of the person signing these Articles of Incorporation as incorporator is Anthony J. Atkins, 4071 Burning Tree Drive, Destin, FL 32541.

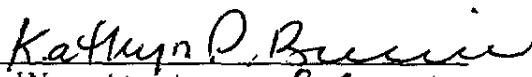
In witness of the foregoing, the undersigned incorporator has executed these Articles of Incorporation declaring and certifying that the facts stated herein are true, and hereby subscribes thereto and hereunto sets his hand and seal this 10 day of Oct., 2005.

  
\_\_\_\_\_  
Anthony J. Atkins

STATE OF FLORIDA     )  
COUNTY OF OKALOOSA )

The foregoing instrument was acknowledged before me this 10 day of Oct, 2005, by Anthony J. Atkins.

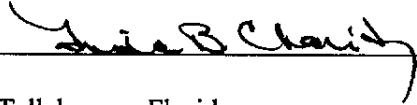


  
Printed Name: Kathryn P. Barrineau  
Notary Public - State of Florida at Large

Personally known ☒ or Produced Identification ☐  
Type of Identification Produced \_\_\_\_\_

**APPROVAL**

Approved by the Florida Office of Financial Regulation this 21<sup>ST</sup> day of OCTOBER,  
2005.

  
\_\_\_\_\_

Tallahassee, Florida