

PD5000168442

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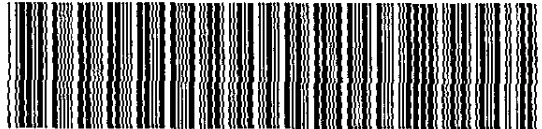
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05 DEC 30 PM 1:38

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**INTEROFFICE
COMMUNICATION**



**OFFICE OF FINANCIAL
REGULATION**

DATE: December 30, 2005

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

FROM: Joseph Matthews, Licensing and Chartering

SUBJ: Old Southern Bank
Clermont, Lake County, Florida
(Proposed New Bank)

Please file the attached Articles of Organization for the above-referenced institution, using DECEMBER 30, 2005, 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) One copy to: Mr. John P. Greeley
Smith Mackinnon, P. A.
Post Office Box 2254
Orlando, Florida 32802-2254
- (3) One copy to: Ms. 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
OLD SOUTHERN BANK**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 Old Southern Bank and its initial place of business shall be at 1460 East Highway 50, Clermont, Lake County, Florida 34711.

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 10,000,000. 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 \$7,500,000 in paid-in common capital stock to be divided into 1,500,000 shares. The amount of surplus with which the corporation will begin business will be not less than \$6,795,000.

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:

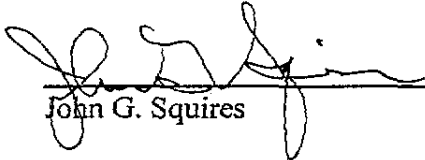
<u>Name</u>	<u>Street Address</u>
Grey Squires Binford	1441 Lyndale Blvd., Maitland, FL 32751
Robert T. Ferris	1100 South Orlando Avenue, #978, Maitland, FL 32751
Anthony R. Gray	452 Sylvan Drive, Winter Park, FL 32789
John G. Squires	517 Spring Club Drive, Altamonte Springs, FL 32701
Michael E. Vestal	1690 Myrtle Lake Hills Road, Longwood, FL 32750

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

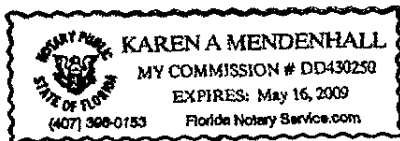
The name and street address of the person signing these Articles of Incorporation as incorporator is John G. Squires, 517 Spring Club Drive, Altamonte Springs, FL 32701.

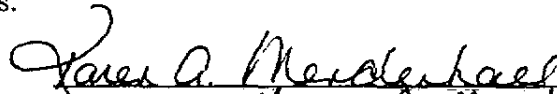
In witness of the foregoing, the undersigned incorporator has executed these Articles of Incorporation declaring and certifying that the facts stated herein are true, and hereby subscribes thereto and hereunto sets his hand and seal this 15th day of December, 2005.


John G. Squires

STATE OF FLORIDA)
COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me this 15th day of December, 2005, by John G. Squires.



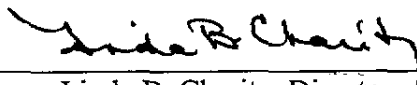

Printed Name: Karen A. Mendenhall
Notary Public - State of Florida at Large

Personally known ☒ or Produced Identification ☐

Type of Identification Produced _____

Approved by the Florida Office of Financial Regulation this 29th day of December, 2005.

Tallahassee, Florida



Linda B. Charity, Director

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TALLAHASSEE, FLORIDA