

P06 000011516

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

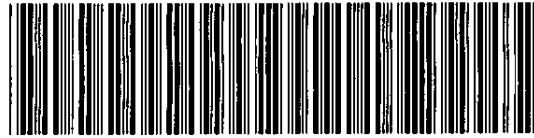
(Document Number)

Certified Copies ☒

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Special Instructions to Filing Officer:

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600209171466

Amend

06/23/11--01002--021 **43.75

FILED
2011 JUN 23 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Amend
- ADR
6-23-11*

*ADR
6/23/11*

Igler & Dougherty PA
Requester's Name

2457 Cane Drive
Address

Tallahassee FL 888-2411
City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Northstar Banking Corporation PO6000011516
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☒ Walk in ☒ Pick up time _____ ☒ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

AMENDMENTS

- ☒ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

Examiner's Initials

Tallahassee Office

2457 Care Drive
Tallahassee, Florida 32308
(850) 878-2411 - Telephone
(850) 878-1230 - Facsimile

**IGLER ▼
DOUGHERTY**
ATTORNEYS AT LAW

Tampa Office

500 N. Westshore Blvd., Suite 1010
Tampa, Florida 33609
(813) 289-1020 - Telephone
(813) 289-1070 - Facsimile

June 23, 2011

Ms. Thelma Lewis
Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

RE: NorthStar Banking Corporation – Filing Amendment


Dear Ms. Lewis:

This letter is to confirm that as we discussed earlier today, NorthStar Banking Corporation is not a bank, but rather a holding company which is the shareholder of NorthStar Bank. We would therefore request immediate filing of the enclosed Articles of Amendment.

Your assistance in this matter is greatly appreciated.

Sincerely,

IGLER & DOUGHERTY, P.A.


Edward W. Dougherty, Jr.

Enclosures



FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 22, 2011

IGLER & DOUGHERTY, P.A.
2457 CARE DRIVE
TALLAHASSEE, FL 32308

SUBJECT: NORTHSTAR BANKING CORPORATION
Ref. Number: P06000011516

We have received your document for NORTHSTAR BANKING CORPORATION and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Pursuant to section 655.043, Florida Statutes, a bank, trust company, or association may not amend its articles of incorporation without the written approval of the Office of Financial Regulation. Their address is :

Office of Financial Regulation
200 E. Gaines St.
Tallahassee, FL 32399-0371.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6905.

Thelma Lewis
Document Specialist Supervisor

Letter Number: 911A00015201

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION OF

NORTHSTAR BANKING CORPORATION
(Pursuant to Section 607.1006 of the
Florida Business Corporation Act)

FILED
2011 JUN 23 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NORTHSTAR BANKING CORPORATION, a corporation organized and existing under the laws of the State of Florida (the "Corporation"), in accordance with the provisions of Section 607.1006 of the Florida Business Corporation Act (the "Act"), does hereby amend its Articles of Incorporation ("Articles") as follows:

Article IV is hereby amended to read:

Section 1 - Number: The number of directors may be increased or diminished from time to time pursuant to the Bylaws of the Corporation, but shall not be less than three nor more than twenty-five.

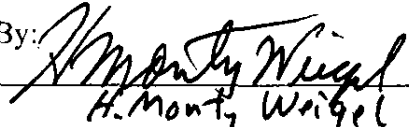
Section 2 - Classes: The directors shall be divided into three classes, as nearly equal in number as reasonably possible, with the term of office of the first class (Class I) to expire at the Annual Meeting of Shareholders one year following their election, the term of office of the second class (Class II) to expire at the Annual Meeting of Shareholders two years following their election and the term of office of the third class (Class III) to expire at the Annual Meeting of Shareholders three years following their election. At each Annual Meeting of Shareholders following such initial classification and election, directors elected to succeed those directors whose terms expire shall be elected for a term of office to expire at the third succeeding Annual Meeting of Shareholders after their election.

CERTIFICATE

The undersigned, being the duly elected incumbent President and Chief Executive Officer of NorthStar Banking Corporation., (the "Corporation"), a corporation organized under the laws of the State of Florida, does hereby certify that the foregoing Articles of Amendment were duly adopted by the Board of Directors on February 25, 2011, and by the holders of a majority of the outstanding shares of Common Stock, being the sole voting group entitled to vote on the amendment, on April 20, 2011 and the number of votes cast for the amendment was sufficient for approval by the holders of Common Stock.

IN WITNESS WHEREOF, the undersigned has hereunto affixed his signature this
19 day of May, 2011.

NORTHSTAR BANKING
CORPORATION

By: 
H. Monty Waigel
President and Chief Executive
Officer