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**ARTICLES OF AMENDMENT
TO
AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
CP CAPITAL BANCORP, INC.**

Pursuant to the provisions of the Florida Business Corporation Act (the "Act"), CP CAPITAL BANCORP, INC., a Florida corporation (the "Corporation"), hereby adopts the following Articles of Amendment to its Amended and Restated Articles of Incorporation:

I. Amendment.

The Amended and Restated Articles of Incorporation of the Corporation are hereby amended to add a new Article I, as follows:

ARTICLE I

NAME

The name of the Corporation is **FARO BANCORP, INC.** (the "Corporation").

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II Effective Date of Amendment

The Amendment shall become effective on the date these Articles of Amendment are filed with the Department of State of the State of Florida.

III Approval of Amendment.

The Amendment was approved and adopted by all of the directors of the Corporation on May 6, 2010, and by the holders of a majority of the outstanding shares of the common stock of the Corporation on May 6, 2010. The approval of the amendment by such directors and holders of the common stock was sufficient for the approval of the Amendment by the Corporation under the Act and the Articles of Incorporation of the Corporation.

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IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be signed by the undersigned officer on this 6th day of May, 2010.

CP CAPITAL BANCORP, INC.

By: 

Its: President

Name: Robert Diez