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**INTEROFFICE
COMMUNICATION**



**OFFICE OF FINANCIAL
REGULATION**

DATE: June 1, 2006

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

FROM: Bruce Ricca, Licensing and Chartering

SUBJ: Community Southern Bank
Lakeland, Polk County
(Proposed New Bank)

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) Four copies to: Mr. A. George Igler
Igler & Dougherty, P. A.
2457 Care Drive
Tallahassee, Florida 32308
- (3) One copy to: Mr. Russ Marshall
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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ARTICLES OF INCORPORATION
OF
COMMUNITY SOUTHERN BANK

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The undersigned, acting as Incorporator for the purpose of forming a corporation under and by virtue of the Laws of the State of Florida, adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be Community Southern Bank ("Bank"). Its initial place of business and mailing address shall be 3234 South Lakeland Avenue, Lakeland, Florida 33801.

ARTICLE II

The general nature of the business to be transacted by the Bank 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, which regulate the organization, powers, and management of banking corporations.

ARTICLE III

The total number of shares authorized to be issued by the Bank shall be 5,000,000. Such shares shall be a single class and shall have a par value of \$5.00 per share. The Bank shall begin business with at least \$4,500,000 in paid-in common capital stock to be divided into 900,000 shares. The amount of surplus with which the Bank will begin business will be not less than \$3,520,000, all of which (capital stock and surplus) shall be paid in cash.

ARTICLE IV

The term for which said Bank shall exist shall be perpetual, unless terminated pursuant to the Florida Financial Institutions Codes.

ARTICLE V

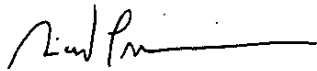
The number of directors shall not be fewer than five. A majority of the full board of directors or of the shareholders may, at any time during the year following the annual meeting of shareholders, increase the number of directors by not more than two directors, and appoint persons to fill resulting vacancies.

The names and street addresses of the first directors of the Bank are:

<u>Name</u>	<u>Street Address</u>
Robert W. Andrew	2713 Bellerive Dr. Lakeland, Florida 33803
Wilfred R. Fortin	2238 Brandon Road Lakeland, Florida 33803
Richard G. Jones	303 Kenwith Road Lakeland, Florida 33803
Gasper Kovach, Jr.	2608 Coventry Avenue Lakeland, Florida 33803
John S. Langford	1250 Scottsland Drive Lakeland, Florida 33813
Michael A. Micallef, Jr.	3234 South Lakeland Avenue Lakeland, Florida 33801
Michael V. Nichols	2365 Brandon Road Lakeland, Florida 33803
Antony L. Turbeville	1840 Gibsonia Galloway Road Lakeland, Florida 33810
Michael S. Wells	3136 Bonnybrook Drive South Lakeland, Florida 33811
L. Allen Wroten, Jr.	6065 Mountain Lake Drive Lakeland, Florida 33813
David E. Zuern	3301 Bayshore Boulevard, Northeast St. Petersburg, Florida 33703

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In witness of the foregoing, the undersigned Incorporator executed these Articles of Incorporation this 24th day of May, 2006.



Richard Pearlman, Incorporator

Articles of Incorporation of Community Southern Bank approved by the Office of Financial Regulation this 30th day of MAY, 2006.

Tallahassee, Florida



Linda B. Charity, Director, Office of Financial Regulation