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INTEROFFICE COMMUNICATION



OFFICE OF FINANCIAL REGULATION

Don B. Saxon Commissioner

DATE:

January 23, 2008

TO:

Karon Beyer, Department of State

Division of Corporations – Bureau of Commercial Recordings

FROM:

Teresa L. Crawford, Bureau of Bank Regulation

SUBJECT:

Bank of North Florida – Amended Articles of Incorporation

The purpose of the attached Article Amendment is to change the name from Bank of North Florida to:

Florida Bank of Sarasota

Please file this amendment and make the following distribution of certified copies:

1) Return one (1) copy to:

Office of Financial Regulation

Certified

Teresa L. Crawford, Bureau of Bank Regulation

Fletcher Building, Suite 624 200 East Gaines Street

Tallahassee, Florida 32399-0371

2) Mail one (1) copy to:

Mr. John P. Greeley, Esquire

Smith Mackinnon, PA

P. O. Box 2254

Orlando, Florida 32802-2254

3) Mail one (1) copy to:

Mr. Scott Atwood Vice President

Florida Bank Group, Inc.

201 N. Franklin Street, Suite 2800

Tampa, FL 33602

(4) Mail one (1) copy to:

(uncertified)

J. Stewart Baker, III

Bank of North Florida

135 W. Bay Street, Suite 500 Jacksonville, Florida 32202

Page 2 Bank of North Florida

(5) Mail one (1) Copy to:

Ms. Edye Fulcher

(uncertified)

Federal Deposit Insurance Corporation

10 Tenth Street, N.E.

Suite 800

Atlanta, Georgia 30309-3906

Enclosed is a check for \$61.25 for the certified copies and the filing fee. If you have any questions, please contact me at 850-410-9689.

Attachments

cc: Area Financial Manager - Tallahassee

ARTICLES OF AMENDMENT

FILED

08 JAN 24 AN IO: 23

TO

SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

BANK OF NORTH FLORIDA

Pursuant to Section 607.1006, Florida Statutes, the Articles of Incorporation of Bank of North Florida are hereby amended as follows:

<u>FIRST</u>: Article I of the Articles of Incorporation is hereby amended by deleting the text thereof in its entirety and substituting the following in lieu thereof:

The name of the corporation shall be Florida Bank of Sarasota and its place of business shall be at 1432 1st Street, Sarasota, Florida 34236.

SECOND: The foregoing amendment was adopted by the sole holder of all the outstanding shares of common stock, being the sole voting group entitled to vote on the amendment, on December 12, 2007 and the number of votes cast for the amendment was sufficient for approval by the holder of common stock.

THIRD: The foregoing Amendment shall become effective on January 24th, 2008.

IN WITNESS WHEREOF, the undersigned has caused these Articles of Amendment to Articles of Incorporation to be executed and attested to by its duly authorized officer as of this 13th day of December, 2007.

BANK OF NORTH FLORIDA

Thomas E. Gibbs

Chairman of the Board

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledg	ed before me this 13th day of December, 2007, by	
Thomas E. Gibbs, as Chairman of the Board	of Bank of North Florida, a Florida banking	
MICHELE R. CLEEK MY COMMISSION # DD729320 EXPIRES October 25, 2011 [407] 398-0153 FiorIdeNotaryService.com	Printed Name: Michele R. Cleek Notary Public, State of Florida	
Personally Known dor Produced Identification □		
Type of Identification Produced		
<u>APPROVAL</u>		
Approved by the Florida Office of Financial Regulation this 19th day of December,		

Linda B. Charity, Director Division of Financial Institutions

2007.