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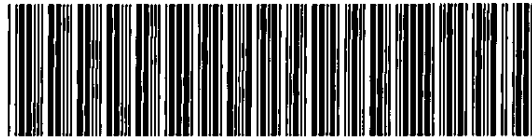
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**INTEROFFICE
COMMUNICATION**



**OFFICE OF FINANCIAL
REGULATION**

DATE: August 29, 2006

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

FROM: Bruce Ricca, Licensing and Chartering

SUBJ: Sabal Palm Bank
Sarasota, Sarasota County, Florida
(Proposed New Bank)

Please file the attached Articles of Incorporation for the above-referenced institution, using the DATE OF FILING, as the effective date.

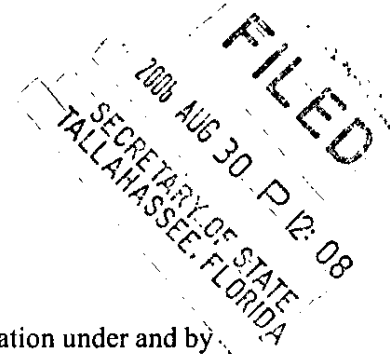
Please make the following distribution of certified copies:

- (1) One copy to: Bruce Ricca
Office of Financial Regulation
Licensing & Chartering
200 East Gaines Street
Tallahassee, FL 32399-0371
- (2) Two copies to: Mr. Brian D. Hall
Sabal Palm Bank
Post Office Box 51810
Sarasota, Florida 34232-0335
- (3) One copy to: Mr. Jeff Povlak
(uncertified) Federal Deposit Insurance Corporation
10 Tenth Street, N. E.
Suite 800
Atlanta, Georgia 30309-3906

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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
SABAL PALM BANK**



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 Sabal Palm Bank and its initial place of business shall be located at 5127 Fruitville Road, Sarasota, Florida 34232.

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 3,000,000. 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 \$6,000,000 in paid-in common capital stock to be divided into 1,200,000 shares. The amount of surplus with which the corporation will begin business will be not less than \$5,500,000.

ARTICLE IV

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

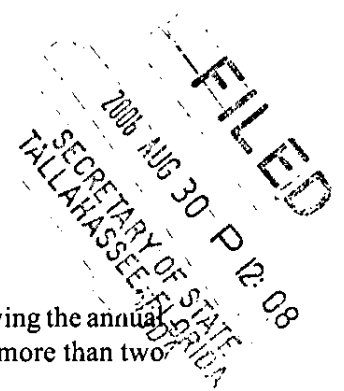
ARTICLE V

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>
Mark A. Davy	602 South Pineapple Avenue, Sarasota, FL 34236
Brian D. Hall	12242 Clubhouse Drive, Bradenton, FL 34202
Samuel Hamad	1517 State Street, Sarasota, FL 34236
Richard J. Karp	8855 Midnight Pass Road, Sarasota, FL 34242
Edgar D. Landis	988 Boulevard of the Arts #511, Sarasota, FL 34236
Leslie K. Malkin	1620 Blue Heron Drive, Sarasota, FL 34239

Robert F. Messick
Raymond M. Neff
Jon F. Swift
Charlene Heiser Wolff

2033 Main Street, Sarasota, FL 34237
7217 Pasadena Glen, Bradenton, FL 34202
2221 8th Street, Sarasota, FL 34237
4099 Losillias Drive, Sarasota, FL 34238



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 Brian D. Hall, 12242 Clubhouse Drive, Bradenton, FL 34202.

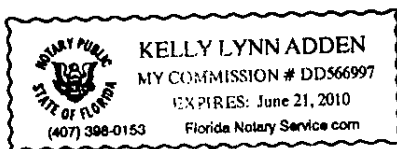
In witness of the foregoing, the undersigned incorporator has executed these Articles of Incorporation declaring and certifying that the facts stated herein are true, and hereby subscribes thereto and hereunto sets his hand and seal this 22nd of August, 2006.

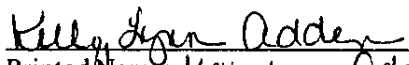


Brian D. Hall

STATE OF FLORIDA)
COUNTY OF SARASOTA)

The foregoing instrument was acknowledged before me this 22nd day of August, by Brian D. Hall.



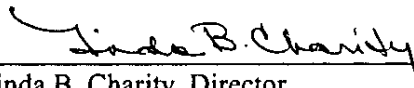


Printed Name: Kelly Lynn Adden
Notary Public - State of Florida at Large

Personally known ☒ or Produced Identification ☐
Type of Identification Produced _____

Approved by the Florida Office of Financial Regulation this 28TH day of AUGUST,
2006.

Tallahassee, Florida



Linda B. Charity, Director
Division of Financial Institutions

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TALLAHASSEE, FLORIDA