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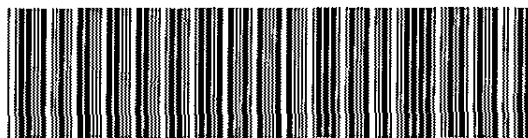
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SECRETARY OF STATE  
TALLAHASSEE, FL 32399

2006 SEP -7 A 10:51

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INTEROFFICE  
COMMUNICATION



OFFICE OF FINANCIAL  
REGULATION

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DATE: September 6, 2006

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

FROM: Joseph Matthews, Licensing and Chartering

SUBJ: Florida Shores Bank - Southeast  
Pompano Beach, Broward County  
(Proposed New Bank)

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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: Joseph Matthews  
Office of Financial Regulation  
Licensing & Chartering  
200 East Gaines Street  
Tallahassee, FL 32399-0371
- (2) Two copies to: Mr. Steven D. Hickman  
Florida Shores Bank - Southeast  
1314 East Atlantic Boulevard 3<sup>rd</sup> Floor  
Pompano Beach, Florida 33060
- (3) One copy to: Mr. David Crumby  
(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 410-9504.

ARTICLES OF INCORPORATION  
OF  
FLORIDA SHORES BANK - SOUTHEAST

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SECRETARY OF STATE

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 Florida Shores Bank - Southeast and its initial place of business shall be at 400 Federal Highway, Pompano Beach, Broward County, Florida 33062.

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 \$6,500,000 in paid-in common capital stock to be divided into 1,300,000 shares. The amount of surplus with which the corporation will begin business will be not less than \$6,000,000.

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>
Leon P. DeVisser	5816 N.W. 26 <sup>th</sup> Court, Boca Raton, FL 33496
Joseph E. Ernsteen	7063 Brunswick Circle, Boynton Beach, FL 33437
Frank H. Furman Jr.	900 NE 3 <sup>rd</sup> Street, Pompano Beach, FL 33060
Steven D. Hickman	7210 E. Cypresshead Drive, Parkland, FL 33067
N. Dale Kaper	106 East 8 <sup>th</sup> Street, Holland, MI 49423

William V. Keith  
Cort A. Neimark  
Paul E. Simpson  
Benj. A. Smith III

301 East Atlantic Boulevard, Pompano Beach, FL 33060  
3201 NE 183<sup>rd</sup> Street, Apt. 2707, Aventura, FL 33160  
Post Office Box 2268, Ft. Lauderdale, FL 33303-2268  
106 East 8<sup>th</sup> Street, Holland, MI 49423

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 Steven D. Hickman, 7210 E. Cypresshead Drive, Parkland, FL 33067.

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 28<sup>th</sup> day of August, 2006.

  
Steven D. Hickman

STATE OF FLORIDA     )  
COUNTY OF BROWARD    )

The foregoing instrument was acknowledged before me this 28<sup>th</sup> day of August, 2006, by Steven D. Hickman.



Tammi Cartwright  
MY COMMISSION # DD146039 EXPIRES  
November 18, 2006  
BONDED THRU TROY FAIN INSURANCE, INC.

  
Printed Name: TAMMI CARTWRIGHT  
Notary Public - State of Florida at Large

Personally known ☒ or Produced Identification ☐  
Type of Identification Produced \_\_\_\_\_

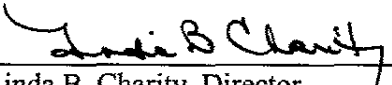


Tammi Cartwright  
MY COMMISSION # DD146039 EXPIRES  
November 18, 2006  
BONDED THRU TROY FAIN INSURANCE, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Approved by the Florida Office of Financial Regulation this 6<sup>th</sup> day of September,  
2006.

Tallahassee, Florida

  
\_\_\_\_\_  
Linda B. Charity, Director  
Division of Financial Institutions

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TALLAHASSEE, FLORIDA