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Melanie Rowe, Teller & Daughter  
(Requestor's Name)

2457 Care Drive  
(Address)

(Address)

Tallahassee, FL 32308  
(City/State/Zip/Phone #)

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Marquis Bank  
(Business Entity Name)

(Document Number)

Certified Copies 1 Certificates of Status \_\_\_\_\_

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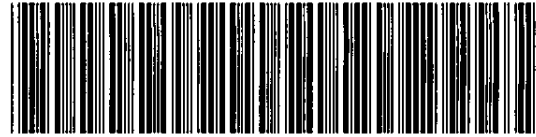
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Lyn +  
Susan  
approval

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION  
OF  
MARQUIS BANK**

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 Marquis Bank ("Bank"). 115 Northwest 167<sup>th</sup> Street, North Miami Beach, Florida 33169.

**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 \$5,000,000 in paid-in common capital stock to be divided into 1,000,000 shares. The amount of surplus with which the Bank will begin business will be not less than \$4,500,000, 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 addresses of the first directors of the Bank are:

<u>Name</u>	<u>Address</u>
George M. Apelian	2677 S. Ocean Blvd., Unit 4C, Boca Raton, Florida 33432
Douglas E. Cutchens	5 Tahoe Lane, Sea Ranch Lakes, Florida 33308
Norman S. Edelcup	244 Atlantic Isle, Sunny Isles Beach, Florida 33160


Philip J. Feldman	432 E. Coconut Palm Road, Boca Raton, Florida 33432
Jarret L. Gross	3447 NE 168 <sup>th</sup> Street, North Miami Beach, Florida 33160
Jeffrey M. Perlow	20026 NE 36 <sup>th</sup> Place, Aventura, Florida 33180
Scott F. Rosenberg	1020 NE 202 <sup>nd</sup> Terrace, Miami, Florida 33179
Hillel Shohet	34 Somerset Drive South, Great Neck, New York 11020
Joseph B. Testa	961 SE 4 <sup>th</sup> Avenue, Pompano Beach, Florida 33060
Rose A. Walker-Williams	6011 SW 136 <sup>th</sup> Avenue, Southwest Ranches, Florida 33330

In witness of the foregoing, the undersigned Incorporator executed these Articles of Incorporation this 24 day of APRIL 2007.

  
Douglas E. Cutchens, Incorporator

*Articles of Incorporation of Marquis Bank approved by the Office of Financial Regulation this 27<sup>th</sup> day of APRIL 2007.*

Tallahassee, Florida

  
Linda B. Charity, Director  
Office of Financial Regulation

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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