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TALLAHASSEE, FLORIDA

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B. McKnight JUL 03 2007

**INTEROFFICE
COMMUNICATION**



**OFFICE OF FINANCIAL
REGULATION**

DATE: June 29, 2007

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

FROM: Bruce Ricca, Licensing and Chartering

SUBJ: GulfShore Bank
Tampa, Hillsborough County, Florida
(Proposed New Bank)

Please file the attached Articles of Incorporation for the above-referenced institution, using JUNE 29, 2007, 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. John P. Greeley
Smith Mackinnon, P. A.
P. O. Box 2254
Orlando, Florida 32802-2254
- (3) One copy to: Ms. Edye Fulcher
(uncertified) 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.

**ARTICLES OF INCORPORATION
OF
GULFSHORE 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 GulfShore Bank and its initial place of business shall be located at 3201 South MacDill Avenue, Tampa, Florida 33629.

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 \$5,800,000.

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>
John P. Baumann	12023 Nicklaus Circle, Tampa, FL 33624
John E. Carter	2628 Sunset Drive, Tampa, FL 33629
Mario Garcia, Jr.	1001 Kingsborough Gardens Ct., Lutz, FL 33548
Vincent J. Cassidy	2923 West Wallcraft Avenue, Tampa, FL 33611
George A. Guida	4911 N. Shirley Drive, Tampa, FL 33603
Dohyun Kim	127 16 th Avenue SW, Ruskin, FL 33570

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Mark E. Levey
Gregory A. Manassa
Stanley W. Plappert
Armando O. Roche


629 Balibay Road, Apollo Beach, FL 33572
934 Hemingway Circle, Tampa, FL 33602
12985 White Violet Drive, Naples, FL 34119
12130 Ft. King Hwy, Thonotosassa, FL 33592

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 Gregory A. Manassa, 934 Hemingway Circle, Tampa, FL 33602.

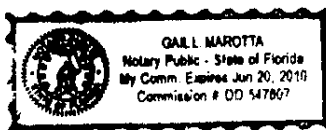
In witness of the foregoing, the undersigned incorporator has executed these Articles of Incorporation declaring and certifying that the facts stated herein are true, and hereby subscribes thereto and hereunto sets his hand and seal this 21st of June, 2007.

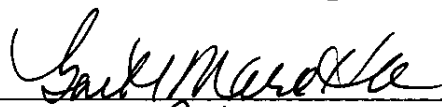


Gregory A. Manassa

STATE OF FLORIDA)
COUNTY OF HILLSBOROUGH)

The foregoing instrument was acknowledged before me this 21st day of June, 2007, by Gregory A. Manassa.




Printed Name: GAIL L. MAROTTA
Notary Public - State of Florida at Large

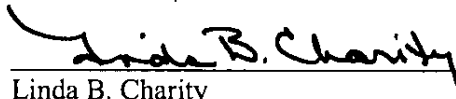
Personally known ☒ or Produced Identification ☒
Type of Identification Produced State of Florida drivers license

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Approved by the Florida Office of Financial Regulation this 29TH day of JUNE,
2007.

Tallahassee, Florida



Linda B. Charity
Director, Division of Financial Institutions

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TALLAHASSEE, FLORIDA