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SECRETARY OF STATE SELLAHASSEE, FLORIDA



ATTORNEYS AND COUNSELLORS AT LAW

ROD JONES Member Florida Bar (407) 835-6906 Direct Telephone (407) 849-7206 Direct Facsimile

E-MAIL ADDRESS rjones@shutts-law.com

August 9, 2007

VIA FEDERAL EXPRESS

Mr. Bruce A. Ricca Office of Financial Regulation 200 East Gaines Street Tallahassee, Florida 32399-0371

> Anderen Bank of Tampa Bay, Palm Harbor, Pinellas County, Florida, Re: **Articles of Incorporation**

Dear Mr. Ricca:

As discussed during our recent telephone conversation, please find enclosed the signed Articles of Incorporation of Anderen Bank of Tampa Bay, together with Anderen's check in the amount of \$52.50 payable to the Department of State to cover the cost of filing and the return of two certified copies. After obtaining the approval of Director Linda Charity, please forward the articles to the Department of State for filing.

Thank you for your assistance in this regard. Should you have questions concerning any aspect of the foregoing or the enclosures, please do not hesitate to contact me.

Enclosures

Mr. David Coates cc:

ORLDOCS 10989039 I

Rod Jonés

300 SOUTH ORANGE AVENUE, SUITE 1000 • P.O. BOX 4956 • ORLANDO, FLORIDA 32802-4956 • TELEPHONE (407) 423-3200 • FACSIMILE (407) 425-8316 • www.shutts-law.com

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ORLANDO

TALLAHASSEE

AMSTERDAM

LONDON

INTEROFFICE COMMUNICATION



OFFICE OF FINANCIAL REGULATION

DATE:

August 21, 2007

TO:

Karon Beyer, Department of State

Division of Corporations - Bureau of Commercial Recordings

FROM:

Bruce Ricca, Licensing and Chartering

SUBJ:

Anderen Bank of Tampa Bay

Tampa, Hillsborough County, Florida

(Proposed New Bank)

Please file the attached Articles of Incorporation for the above-referenced institution, using the FILING DATE, 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) One copy to:

Rod Jones

Shutts & Bowen

Post Office Box 4956

Orlando, Florida 32802-4956

(3) One copy to:

Mr. Anthony Womack

(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

FILED

Anderen Bank of Tampa Bay

2007 AUG 21 P 3: 12

The undersigned, acting as directors for the purpose of forming a financial institution corporation in accordance with the Laws of the State of Florida, adopt the following Articles of Florida. Incorporation.

ARTICLE I

The name of the corporation shall be Anderen Bank of Tampa Bay and its initial place of business shall be located at Suite 205, 3450 East Lake Road, Palm Harbor, Florida 34685. These Articles shall be effective upon filing.

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 50,000,000. 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 \$10,000,000 in paid-in common capital stock to be divided into 2,000,000 shares. The amount of surplus with which the corporation will begin business will be not less than \$8,989,050 all of which (capital stock and surplus) shall be paid in cash.

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:

NAME

STREET ADDRESS

Charles Allcott, III., MBA Mahesh Amin, MD Daniel Caamano V., JD, MBA S. William Carter, MD Paresh G. Desai, MD Richard E. Fee, JD Robert C. Harbour, MD	301 S. Missouri Ave, Clearwater, FL 33756 1802 Nottingham Lane, Clearwater, FL 33764 301 S. Missouri Ave, Clearwater, FL 33756 1902 S. Holly Lane, Tampa, FL 33629 3475 S. Suncoast Blvd, Homosassa Springs, FL 34447 1227 N. Franklin Street, Tampa, FL 33602 6190 N Davis Hwy, Pensacola, FL 32504
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Sandip I. Patel, JD	723 Lakeview Road, Clearwater, FL 33756
John M. Schaible	301 S. Missouri Ave, Clearwater, FL 33756

ARTICLE VI

The name and address of the person signing these Articles of Incorporation as incorporator is Daniel Caamano V., 301 S. Missouri Ave, Clearwater, FL 33756.

In wittness 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 7 of Auco 2007

Daniel Caamano V.

STATE OF FLORIDA (COUNTY OF PINELLAS (COUNTY OF PINEL S. SCHLAGER (COUNTY OF PINELLAS (COUNT

THE E D

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SECRETARY OF STATE

Approved by the Office of Financial Regulation this 207H day of

<u>August</u>, 20<u>07</u>.

Tallahassee, Florida

Linda B. Charity

Director Division of Financial Institutions