

P07000109037

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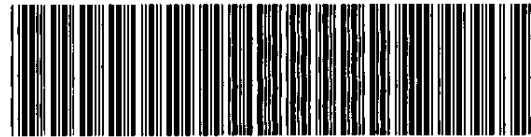
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HARDEE LAW FIRM, PL
ATTORNEYS AT LAW

CARY A. HARDEE, II
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Facsimile (850) 973-8495

CARY A. "BO" HARDEE, III
Email: jabomaster@aol.com

June 18, 2011

Amendment Section
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: **Articles of Amendment of Madison Community Bancshares Corporation**
Document No.: P07000109037
My File No.: 4491

Dear Madam or Sir:

Enclosed please find the following documents submitted for filing:

- a. Original and one copy of the Articles of Amendment to Articles of Incorporation of Madison Community Bancshares Corporation; and
- b. A check in the amount of \$43.75 to cover your filing fee and certification.

Please date stamp the additional copy that we have provided and return the date stamped copy along with your certification in the enclosed self-addressed envelope that we have provided for your convenience.

If you have any questions, please call me at (850) 973-4007.

Sincerely,



Cary A. Hardee, II

CAH/eh
Enclosures
cc: D. Edward Meggs - w/o encls.

Articles of Amendment to
Articles of Incorporation of
MADISON COMMUNITY BANCSHARES CORPORATION

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida
Corporation adopts the following amendment to its Articles of Incorporation:

AMENDMENT

ARTICLE III is amended as follows:

The total number of shares authorized to be issued by the Corporation shall be Four Million (4,000,000) shares. Such shares shall be of three classes. The total number of common shares authorized to be issued by the Corporation shall be Two Million (2,000,000) shares and shall have a par value of \$5.00 per share. The total number of non-voting, non-cumulative preferred shares authorized to be issued by the Corporation shall be One Million (1,000,000) shares, and shall have a par value of \$10.00 per share. The total number of non-voting cumulative preferred shares authorized to be issued by the Corporation shall be One Million (1,000,000) shares, and shall have a par value of \$10.00 per share.

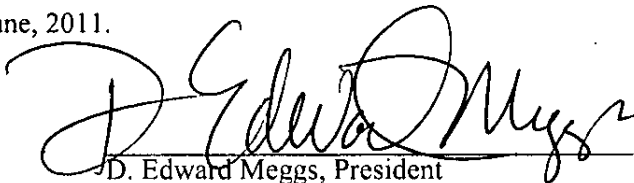
ADOPTION OF AMENDMENTS

The date of this amendment adoption is April 18, 2011

The amendment was adopted by the board of directors and shareholders by a super majority. The number of votes cast for the amendment by the board of directors were 13 aye and 0 nay votes. The number of votes cast for the amendment by the shareholders were 450,548 aye and 0 nay votes.

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IN WITNESS WHEREOF, the undersigned D. EDWARD MEGGS, as president of
Madison Community Bancshares Corporation has executed these Amended Articles of
Incorporation on this 15th day of June, 2011.


D. Edward Meggs, President

STATE OF FLORIDA
COUNTY OF MADISON

I HEREBY CERTIFY that on this day personally appeared before me, the
undersigned authority, one, D. Edward Meggs, to me well known and known to me to be the
person who executed the foregoing instrument and acknowledged before me that he executed
the same freely and voluntarily for the uses and purposes therein set forth and expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on this
15 day of June, 2011.


Notary Public, State of Florida

My Commission Expires:



BARBARA S. DRIGGERS
NOTARY PUBLIC, STATE OF FLORIDA
MY COMM. EXPIRES MAY 14, 2012
COMM. NO: BB782139