

P08000005472

Florida Department of State
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To: Division of Corporations
Fax Number : (850)617-6380

From: Account Name : ADVANCED INCORPORATING SERVICES, INC.
Account Number : I20080000093
Phone : (850)575-2723
Fax Number : (850)575-2724

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APOLLO ORGANIZERS, INC.

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H09000042941 3



OFFICE OF FINANCIAL REGULATION

ALEX HAGER
ACTING COMMISSIONER

**FINANCIAL SERVICES
COMMISSION**

CHARLIE CRIST
GOVERNOR

BILL MCCOLLUM
ATTORNEY GENERAL

ALEX SINK
CHIEF FINANCIAL OFFICER

CHARLES BRONSON
COMMISSIONER OF
AGRICULTURE

February 23, 2009

Mr. Lowell W. Harrison
Hunton & Williams, LLP
111 Congress Avenue, Suite 1800
Austin, TX 78701

Dear Mr. Harrison:

Re: Apollo Bancshares, Inc.

Reference is made to your recent letter/fax requesting approval of the above-referenced name which will be a proposed bank holding company for Apollo Bank (in organization).

Section 855.922, Florida Statutes, exempts a financial institution, holding company or its subsidiaries from the prohibition of using the word "bank," "banc," "banque," "banker," "banking," "trust company," "savings and loan association," "savings bank," or "credit union" in its corporate name.

Therefore, this Office will not object to the use of the above referenced name being registered to transact business in the state of Florida. However, if the proposed bank holding company is not organized, we will require that the corporation be dissolved.

Sincerely,

A handwritten signature in cursive script, appearing to read "Linda B. Charity".

Linda B. Charity
Director

LBC:bk

cc: Karon Beyer, Chief, Bureau of Commercial Recordings, Division of Corporations,
Department of State

MAILING ADDRESS: DIVISION OF FINANCIAL INSTITUTIONS
200 EAST GADSDEN STREET, TALLAHASSEE, FLORIDA 32399-0371
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H09000042941 3

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
APOLLO ORGANIZERS, INC.

Pursuant to the provisions of Section 607.1006 of the Florida Statutes, Apollo Organizers, Inc., a Florida corporation (the "Corporation"), hereby adopts the following Articles of Amendment to its Articles of Incorporation (previously assigned document number P08000005472):

1. Article 1 of the Articles of Incorporation of the Corporation is hereby amended in its entirety to read as follows:

"1. Name. The name of the Corporation is Apollo Bancshares, Inc."

2. Article 4 of the Articles of Incorporation of the Corporation is hereby amended in its entirety to read as follows:

"4. Authorized Capital. The total number of shares of capital stock which the Corporation shall have the authority to issue is 150,000,000 shares, which shall consist of 100,000,000 shares of common stock, par value \$0.01 per share, and 50,000,000 shares of preferred stock, par value \$0.01 per share.

The board of directors of the Corporation shall have the authority to amend these articles of incorporation without shareholder approval, to establish one or more classes of preferred stock and to fix the preferences, limitations and relative rights of the shares of any class of preferred stock and to establish, and fix variations in relative rights as between, series of any preferred class."

3. The date of adoption of the amendments was February 19, 2009.
4. The amendments were adopted by the board of directors of the Corporation without shareholder action and shareholder action was not required.

[Signature Page Follows]

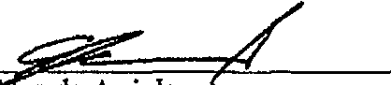
H09000042941 3

H09000042941 3

[Signature Page to Articles of Amendment to Articles of Incorporation]

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be executed on this 9 day of February, 2009.

APOLLO ORGANIZERS, INC.

By: 
Eduardo Arriola
Chairman, President and Chief Executive Officer

H09000042941 3