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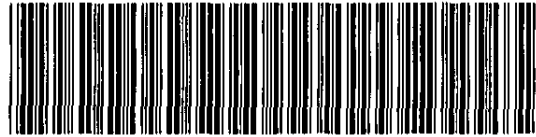
(Business Entity Name)

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DIVISION OF CORPORATIONS  
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Linda B. Charity  
Interim Commissioner

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**INTEROFFICE COMMUNICATION**

DATE: June 13, 2012

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

FROM: John A. Pullen, Division of Financial Institutions *John A. Pullen*

SUBJECT: Harbor Community Bank

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Please file the following documents for the above-referenced institution, using Close of Business June 14, 2012, as the effective date: Articles of Incorporation of Harbor Community Bank (original and ~~two copies~~) ✓

Please make the following distribution of certified copies of the documents:

✓ (1) One copy to:

Office of Financial Regulation  
Division of Financial Institutions  
200 East Gaines Street  
Tallahassee, Florida 32399-0371

✓ (2) One copy to:

Mr. Randall A. Ezell  
EVP and CFO  
Harbor Community Bank  
2222 Colonial Road, Suite 100  
Fort Pierce, Florida 34950

Also attached is an \$87.50 check which represents payment of applicable fees. If there is an over-payment of fees, please remit a refund to Harbor Community Bank at the above address. If there is an under-payment, or if you have any questions, please call Randall A. Ezell at (772) 409-2273.

Enclosures

**ARTICLES OF INCORPORATION  
OF  
HARBOR COMMUNITY BANK**

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Harbor Community Bank, a commercial bank organized under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

**ARTICLE I.  
Name**

The name of this corporation shall be **HARBOR COMMUNITY BANK** (the "Bank"). The initial street address of the Bank's main office shall be 15588 Southwest Warfield Boulevard, Indiantown, Florida 34956 in Martin County. This Bank is incorporated by conversion from a Federal Stock Savings Bank. These Articles shall be effective upon filing.

**ARTICLE II.  
Nature of Business**

The general nature of the business to be transacted shall be that of a general banking business as provided by the laws of the State of Florida 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.  
Capital Stock**

The total number of shares authorized to be issued by the Bank is ten million (10,000,000) shares of common stock, par value one dollar (\$1.00) per share ("Common Stock"), which shall be a single class. The Bank shall begin business with at least \$44,747,000 of paid-in-capital, to be derived from the issuance of 7,500,000 shares of Common Stock.

**ARTICLE IV.**  
**Term of Corporate Existence**

This Bank shall exist perpetually unless terminated pursuant to the Florida Financial Institutions Code.

**ARTICLE V.**  
**Number of Directors**

The Board of Directors of this Bank shall consist of not fewer than five (5) individuals, the exact number of Directors to be fixed and determined from time to time by resolution of the shareholders at any annual meeting thereof; provided, however, that if authorized by a majority of the shareholders by appropriate action at the next annual meeting, a majority of the full Board of Directors may, at any time during the year following the annual meeting of shareholders in which such action has been authorized, increase the number of Directors within the limits specified above, and appoint persons to fill the resulting vacancies, provided further, that in any one year not more than two such additional Directors shall be authorized pursuant to this provision.

**ARTICLE VI.**  
**Initial Board of Directors**

The initial Board of Directors shall consist of eight (8) persons. The initial members of the Board of Directors of this Bank shall hold office until the first annual meeting of the shareholders, and thereafter until their successor or successors are elected. The names and addresses of the initial members of the Board are as follows:

	<b>Names</b>	<b>Addresses</b>
1.	Michael Brown, Sr.	3117 S. Indian River Drive Ft. Pierce, FL 34982
2	J. Hal Roberts, Jr.	105 N. E. Charleston Oaks Drive Port St. Lucie, FL 34983

3. Frank H. Fee, III 2821 S. Indian River Drive  
Ft. Pierce, FL 34982
4. Richard Lynch 2505 N. Indian River Drive  
Ft. Pierce, FL 34946
5. Cynthia Angelos 1566 Ballantrae Court  
Port St. Lucie, FL 34952
6. David Bessette 5155 Palmetto Avenue  
Ft. Pierce, FL 34982-7266
7. Jeffrey Leslie 111 Golfview Drive  
Tequesta, FL 33469
8. Bobby Tucker 5108 SW Hammock Creek Drive  
Palm City, FL 34990

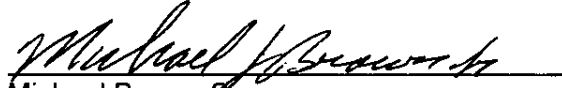
**ARTICLE VII.  
Main Office**

The Board of Directors shall have the power to change the location of the main office to any other location, without the approval of shareholders but subject to the approval of the Office of Financial Regulation, State of Florida, and shall have the power to establish or change the location of any branch or branches of the Bank to any other location, without the approval of the shareholders but subject to the approval of the Office of Financial Regulation, State of Florida.

**ARTICLE VIII.  
Amendment**

These Articles of Incorporation may be amended at any regular meeting or special meeting of the shareholders by the affirmative vote of the holders of a majority of the stock of this Bank, unless the vote of the holders of a greater amount of stock is required by law, and in that case by the vote of the holders of such greater amount.

**IN WITNESS WHEREOF**, the undersigned has executed these Articles of Incorporation  
this 18th day of May, 2012.

  
Michael Brown, Sr.  
Chief Executive Officer

**Registered Agent, Registered Office, & Registered Agent's Signature:**

GY Corporate Services, Inc.  
777 South Flagler Drive  
Suite 500 East  
West Palm Beach, FL 33401

Having been named as registered agent and to accept service of process for the Bank at the place designated above, GY Corporate Services, Inc. ("GYCS") hereby accepts the appointment as registered agent and agrees to act in this capacity. GYCS further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and GYCS is familiar with and accepts the obligations of the position as registered agent as provided under applicable law.

GY CORPORATE SERVICES, INC.

By: 

Robert C. White, Jr., Vice President

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**APPROVAL FROM  
FLORIDA OFFICE OF FINANCIAL REGULATION**

The Articles of Incorporation of HARBOR COMMUNITY BANK are hereby approved by  
the Office of Financial Regulation this 12th day of June, 2012.

Tallahassee, Florida

  
Linda B. Charity, Director  
Office of Financial Regulation

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