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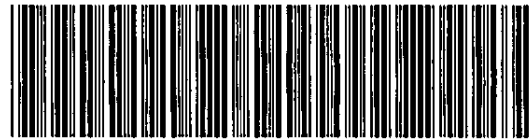
(Business Entity Name)

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16 DEC 27 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DEC 27 2016

D CUSHING



DREW J. BREAKSPEAR
Commissioner

INTEROFFICE COMMUNICATION

DATE: December 23, 2016

TO: Ms. Diane Cushing, Department of State
Division of Corporations

FROM: Jason Guevara, Licensing and Chartering *JMG*

SUBJECT: Atlantic Coast Bank

Please file the attached articles for the above-reference institution, using **December 27, 2016** as the effective date.

Please make the following distribution of copies:

- (1) Two certified copy to: Jason Guevara
Office of Financial Regulation
Licensing & Chartering
200 East Gaines Street
Tallahassee, FL 32399
- (2) One certified copy to: John K. Stephens
Atlantic Coast Bank
4655 Salisbury Road, Suite 101
Jacksonville, Florida 32256

Also attached is a check that represents payment of the filing fees, charter tax, and certified copies. If you have any questions please call (850) 410-9513.

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16 DEC 27 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
16 DEC 23 PM 4:06
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
ATLANTIC COAST BANK**

The undersigned, acting as Incorporator for the purpose of forming a corporation under and by virtue of the Laws of the State of Florida, adopts the following Articles of Incorporation.

FILED
16 DEC 27 AM 8:00
SECRETARY
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation shall be Atlantic Coast Bank (the "Bank"). Its initial principal place of business and mailing address shall be 4655 Salisbury Road, Suite 110, Jacksonville, Florida 32256.

ARTICLE II

The general nature of the business to be transacted by the Bank 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, which regulate the organization, powers, and management of banking corporations.

ARTICLE III

The total number of shares authorized to be issued by the Bank shall be 100,000,000 shares of common stock with \$5.00 par value per share. The Bank shall begin business with at least \$47,331,975 in paid-in common capital stock to be divided into 9,466,395 shares of common stock. The amount of surplus with which the Bank will begin business will be not less than \$47,331,965, all of which (capital stock and surplus) shall be paid in cash.

ARTICLE IV

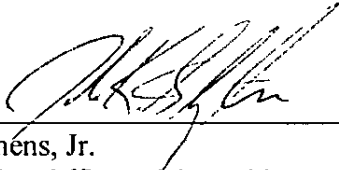
The term for which said Bank shall exist shall be perpetual, unless terminated pursuant to the Florida Financial Institutions Codes.

ARTICLE V

The number of directors shall not be fewer than five. A majority of the full board of directors or of the shareholders may, at any time during the year following the annual meeting of shareholders, increase the number of directors by not more than two directors, and appoint persons to fill resulting vacancies. The names and addresses of the first directors of the Bank are:

<u>Name</u>	<u>Address</u>
Devinder P.S. Bhasin	4655 Salisbury Road, Suite 110, Jacksonville, Florida 32256
Bhanu Choudhrie	4655 Salisbury Road, Suite 110, Jacksonville, Florida 32256
John J. Dolan	4655 Salisbury Road, Suite 110, Jacksonville, Florida 32256
James D. Hogan	4655 Salisbury Road, Suite 110, Jacksonville, Florida 32256
W. Eric Palmer	4655 Salisbury Road, Suite 110, Jacksonville, Florida 32256
Jashinder S. Sidhu	4655 Salisbury Road, Suite 110, Jacksonville, Florida 32256
John K. Stephens, Jr.	4655 Salisbury Road, Suite 110, Jacksonville, Florida 32256

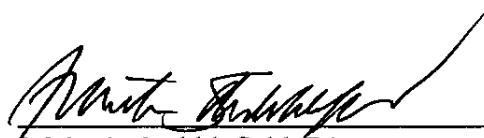
In witness of the foregoing, the undersigned Incorporator executed these Articles of Incorporation this 21st day of October, 2016. The undersigned submits this document and affirms that the facts stated herein are true. The undersigned is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in Section 817.155, *Florida Statutes*.



John K. Stephens, Jr.
Chief Executive Officer and President

Articles of Incorporation of Atlantic Coast Bank approved by the Office of Financial Regulation this 27th day of December, 2016.

Tallahassee, Florida



J. Martin Stubblefield, Director
Division of Financial Institutions

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16 DEC 27 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

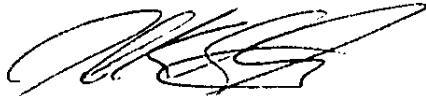
**CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, *Florida Statutes*, the undersigned corporation, organized under the Laws of the State of Florida, submits the following statement in designating the Registered Office/Registered Agent, in the State of Florida:

1. The name of the corporation is: Atlantic Coast Bank.
2. The name and address of the registered agent and office is:

John K. Stephens, Jr.
4655 Salisbury Road, Suite 110
Jacksonville, Florida 32256

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



John K. Stephens, Jr.

October 21, 2016
Date

FILED
16 DEC 27 AM 8:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA