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FLORIDA OFFICE OF FINANCIAL REGULATION

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PAMELA P. EPTING
INTERIM COMMISSIONER

September 12, 2018

Ms. Diane Cushing
Florida Department of State, Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

HAND DELIVERED

Re: Gulfside Bank

Dear Diane:

Please find enclosed the Articles of Incorporation for Gulfside Bank (3 copies).

Please make the following distribution of the copies:

- (1) One certified copy to: Jeremy W. Smith
 Office of Financial Regulation
 200 East Gaines Street
 Fletcher Building, Suite 624F
 Tallahassee, Florida 32399
- (2) One certified copy to: John P. "Jack" Greeley, Esquire
 Smith Mackinnon, PA
 255 South Orange Avenue, Suite 1200
 Orlando, Florida 32801

Sincerely,

A handwritten signature in black ink, appearing to read "Jeremy W. Smith", is written over a horizontal line.

Jeremy W. Smith
Director
Division of Financial Institutions

**ARTICLES OF INCORPORATION
OF
GULFSIDE BANK**

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

ARTICLE I

The name of the corporation shall be Gulfside Bank and its initial place of business shall be located at 333 North Orange Avenue, Sarasota, Florida, 34236.

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 10,000,000. 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 \$9,000,000.

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:

<u>Name</u>	<u>Street Address</u>
Timothy J. Clarke	1540 Harbor Cay Lane, Longboat Key, FL 34228
Jennifer B. Compton	4829 Higel Avenue, Sarasota, FL 34242
P. Compton Cramer Jr.	3000 Southwest Drive, Sarasota, FL 34239
N. Rogan Donelly	1280 Northport Drive, Sarasota, FL 34242
Teri A Hansen	1155 N. Gulfstream Avenue, #405, Sarasota, FL 34236
F. John LaCivita	7714 Cherry Laurel Court, Sarasota, FL 34241
Dennis B. Murphy, Jr.	1823 Southpointe Drive, Sarasota, FL 34231
Sam D. Norton	4648 Stone Ridge Trail, Sarasota, FL 34232
Michael R. Pender, Jr.	209 24 th Street West, Bradenton, FL 34205
Charles W. Rush, M.D.	221 Palmetto Avenue, Osprey, FL 34229
Drayton A. Saunders	1349 Harbor Drive, Sarasota, FL 34239

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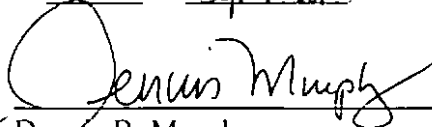
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A majority of the full board of directors may, at any time during the year following the annual meeting of shareholders, increase the number of directors of this corporation by not more than two and appoint persons to fill the resulting vacancies.

ARTICLE VI

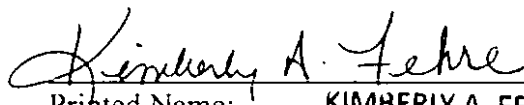
The name and street address of the person signing these Articles of Incorporation as incorporator is Dennis B. Murphy, 1823 Southpointe Drive, Sarasota, FL 34236.

In witness 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 7th of September, 2018.

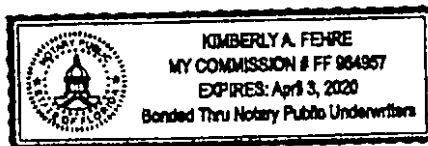

Dennis B. Murphy

STATE OF FLORIDA)
COUNTY OF SARASOTA)

The foregoing instrument was acknowledged before me this 7th day of September, 2018, by Dennis B. Murphy.

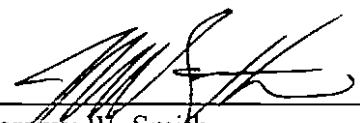

Printed Name: KIMBERLY A. FEHRE
Notary Public - State of Florida at Large

Personally known ☒ or Produced Identification ☐
Type of Identification Produced



Approved by the Florida Office of Financial Regulation this 12th day of September, 2018.

Tallahassee, Florida


Jeremy W. Smith
Director, Division of Financial Institutions