

P18000089740

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PAMELA P. EPTING
Interim Commissioner

INTEROFFICE COMMUNICATION

DATE: October 30, 2018

TO: Ms. Gina McLeod or Tim Burch, Department of State
Division of Corporations

FROM: Jason Guevara, Licensing and Chartering *JG*

SUBJECT: New Filing – PNB Community Bank

Please file the attached articles for the above-reference entities, using October 31, 2018 as the effective date.

Please make the following distribution of copies:

(1) One certified copy to: Billy L. Gann
President/CEO
1020 John Sims Parkway E
Niceville, FL 32578

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

MODEL ARTICLES OF INCORPORATION BANK, TRUST COMPANY, OR ASSOCIATION

ARTICLES OF INCORPORATION OF

PNB Community Bank

The undersigned, acting as director(s) for the purpose of forming a financial institution corporation in accordance with the Laws of the State of Florida, adopt(s) the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be PNB Community Bank, Inc. and its initial place of business shall be at 1020 John Sims Parkway, East, in the City of Niceville, in the County of Okaloosa and State of Florida. These Articles shall be effective upon filing.

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 200,000. Such shares shall be of a single class and shall have a par value of \$ 10.00 per share. The corporation shall begin business with at least \$ 2,400,000 in paid-in common capital stock to be divided into 107,861 shares. The amount of surplus with which the corporation will begin business will be not less than \$ 2,400,000 all of which (capital stock and surplus) shall be paid in cash.

Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the subscription price offered to the general public, a pro rata portion of any stock of any class that the corporation may issue or sell.

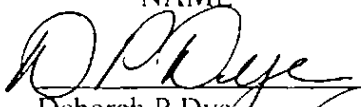
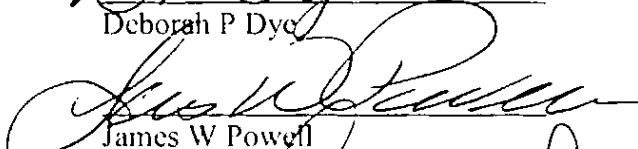
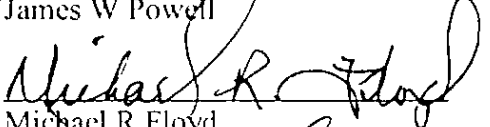
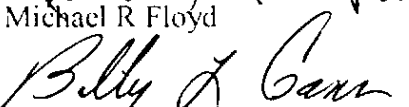
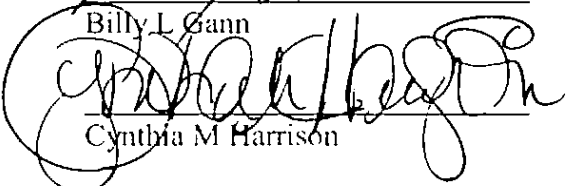
ARTICLE IV

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). A majority of the full board of directors may, at any time during the years following the annual meeting of shareholders, increase the number of directors by not more than two and appoint persons to fill resulting vacancies. The names and street addresses of the first directors of the corporation are:

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NAME	STREET ADDRESS
 Deborah P Dye	128 Tamara Cove Niceville, FL 32578
 James W Powell	642 Sailboat Drive Niceville, FL 32578
 Michael R Floyd	109 Mulry Drive Niceville, FL 32578
 Billy L Gann	904 Kristanna Drive Panama City, FL 32405
 Cynthia M Harrison	376 Waterview Cove Drive Freeport, FL 32439

In witness of the foregoing, the undersigned director(s) have executed these

Articles of Incorporation this 16th day of March, 2018.

NAME

Casee L Laffin
Casee L Laffin

Freida L Spence
Freida L Spence

STREET ADDRESS

67 N Mossy Creek Road
DeFuniak Springs, FL 32433

810 Spence Circle
Niceville, FL 32578

Approved by the Office of Financial Regulation this 30th day of

October, 20 18.

Tallahassee, Florida

Jeremy Smith
Director

Division of Financial Institutions

Note: Filing Fees

\$ 35.00 Filing Fee for Articles of Incorporation

\$ 8.75 Certified Copy

\$ 8.75 Certificate of Status