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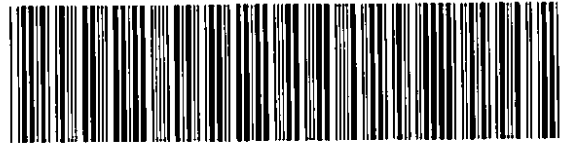
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FLORIDA OFFICE OF

# FINANCIAL REGULATION

## INTEROFFICE COMMUNICATION

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DATE: 7/7/2020

TO: Mr. Tim Burch, Department of State  
Division of Corporations

FROM: Jason M. Guevara, Financial Administrator, Division of Financial Institutions

RE: **Sunstate Bancshares, Inc**

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Please file the attached articles for the above-reference entity; effective July 7, 2020

Please make the following distribution of copies:

(1) One certified copy to: Mr. John P. Greeley  
Smith Mackinnon, PA  
301 East Pine Street, Suite 750  
Miami, Florida 32801  
Email: jpg7300@aol.com  
Phone: 407-843-7300

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.

**ARTICLES OF INCORPORATION  
OF  
SUNSTATE BANCSHARES, INC.**

The undersigned, being of legal age and desiring to form a corporation (hereinafter referred to as the "Corporation") pursuant to the provisions of the Florida Business Corporation Act, as amended (such Act, as amended from time to time, is hereinafter referred to as the "Act"), executes the following Articles of Incorporation.

ARTICLE I

Name

The name of the Corporation is Sunstate Bancshares, Inc.

ARTICLE II

Duration

The Corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall have perpetual duration unless sooner dissolved according to law.

ARTICLE III

Purpose

The general purpose of the Corporation shall be the transaction of any and all lawful business for which corporations may be incorporated under the Act. The Corporation shall have all of the powers enumerated in the Act and all such other powers as are not specifically prohibited to corporations for profit under the laws of the State of Florida.

ARTICLE IV

Capital Stock

A. Number and Class of Shares Authorized; Par Value.

The Corporation is authorized to issue the following shares of capital stock:

(1) Common Stock. The aggregate number of shares of common stock (referred to in these Articles of Incorporation as "Common Stock") which the Corporation shall have authority to issue is 10,000,000 with a par value of \$5.50 per share.

B. Common Stock Voting Rights.

Each record holder of Common Stock shall be entitled to one vote for each share held. Holders of Common Stock shall have no cumulative voting rights in any election of directors of the Corporation.

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C. Preemptive Rights.

The Corporation elects to have preemptive rights pursuant to the Act.

ARTICLE V

Initial Registered Office and Agent; Principal Place of Business

The initial registered office of this Corporation shall be located at the City of Miami, County of Miami-Dade, State of Florida, and its address there shall be, at present, 14095 South Dixie Highway, Miami, Miami-Dade, Florida 33176, and the initial registered agent of the Corporation at that address shall be Lloyd DeVaux. The Corporation may change its registered agent or the location of its registered office, or both, from time to time without amendment of these Articles of Incorporation. The principal place of business and the mailing address of the Corporation shall be: 14095 South Dixie Highway, Miami, Miami-Dade, Florida 33176.

ARTICLE VI

Initial Board of Directors

The initial Board of Directors of the Corporation shall consist of two (2) directors. The name and street address of the initial directors of this Corporation are:

<u>Name</u>	<u>Address</u>
Lloyd DeVaux	14095 South Dixie Highway, Miami, Miami-Dade, Florida 33176
Alexandre Burmaian	14095 South Dixie Highway, Miami, Miami-Dade, Florida 33176

The number of Directors of this Corporation shall be the number from time to time fixed by the Shareholders, or by the Directors, in accordance with the terms and conditions of the Bylaws, but at no time shall said number of Directors be less than one.

ARTICLE VII

Incorporator

The name and street address of the person signing these Articles of Incorporation as Incorporator are:

Lloyd DeVaux  
14095 South Dixie Highway  
Miami, Florida 33176

ARTICLE VIII

Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

## ARTICLE IX

### Amendment

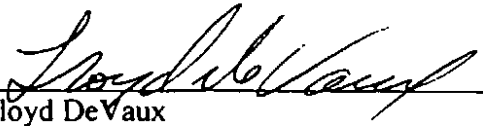
This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

## ARTICLE X

### Headings and Captions

The headings or captions of these various Articles of Incorporation are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various articles shall not be influenced by any of said headings or captions.

**IN WITNESS WHEREOF**, the undersigned does hereby make and file 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 24<sup>TH</sup> day of JUNE, 2020.

  
Lloyd DeVaux

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE  
SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED  
AGENT UPON WHOM PROCESS MAY BE SERVED**

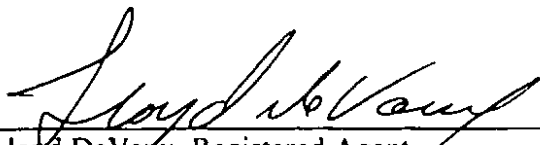
In compliance with Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

Sunstate Bancshares, Inc. (the "Corporation") desiring to organize as a domestic corporation or qualify under the laws of the State of Florida has named and designated Lloyd DeVaux as its Registered Agent to accept service of process within the State of Florida with its registered office located at 14095 South Dixie Highway, Miami, Miami-Dade, Florida 33176.

**ACKNOWLEDGMENT**

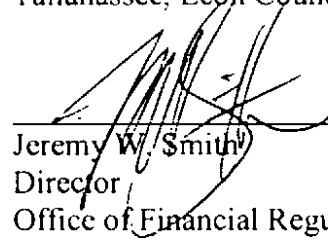
Having been named as Registered Agent for the Corporation at the place designated in this Certificate, I hereby agree to act in this capacity; and I am familiar with and accept the obligations relating to service as a registered agent, as the same may apply to the Corporation; and I further agree to comply with the provisions of Florida Statutes, Section 48.091 and all other statutes, all as the same may apply to the Corporation relating to the proper and complete performance of my duties as Registered Agent.

Dated this 24<sup>th</sup> day of JUNE, 2020.

  
\_\_\_\_\_  
Lloyd DeVaux, Registered Agent

APPROVED by the Office of Financial Regulation this **7th** day of **July, 2020**.

Tallahassee, Leon County, Florida

A handwritten signature in black ink, appearing to read "Jeremy W. Smith", is written over a horizontal line. The signature is stylized with loops and flourishes.

Jeremy W. Smith  
Director  
Office of Financial Regulation