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(Business Entity Name)

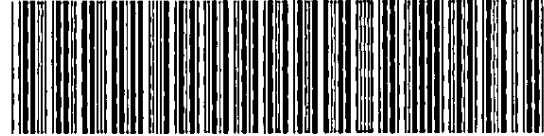
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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

7/23/22 PM 1:07

7/22/22
T.B.



Commissioner Russell C. Weigel, III

July 21, 2022

VIA INTEROFFICE MAIL

Timothy Burch
Senior Section Administrator
Bureau of Commercial Recording
New Filings Section
Florida Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314-6327

RECEIVED
JUL 21 PM 1:11
OFFICE OF
TALLAHASSEE, FLORIDA

Dear Mr. Burch:

Please file the enclosed Articles of Incorporation for Adelphi Trust Company, St. Petersburg, Florida at your earliest convenience. The distribution of the certified copies should be as follows:

One (1) copy to:

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

One (1) copy to:

Ms. Kathryn B. Pemble
Adelphi Trust Company
100 Second Avenue South, Suite 1204S
St. Petersburg, Florida 33701

Enclosed is check No. 1030, totaling \$87.50, payable to the Division of Corporations. The check represents payment for the filing fee and two (2) certified copies for the attached Articles of Incorporation. If you have any questions, please do not hesitate to contact Jorge Diago at Jorge.Diago@flofr.gov or at (305) 536-0447.

Sincerely,

Ms. Terry L. Hughes
Bureau Chief
Division of Financial Institutions

ARTICLES OF INCORPORATION

FILED

ADELPHI TRUST COMPANY

APR 21 PM 1:07

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation shall be Adelphi Trust Company and its initial place of business shall be at 100 Second Avenue South, Suite 1204S, in the City of St. Petersburg, in the County of Pinellas and State of Florida.

ARTICLE II

The general nature of the business to be transacted by this corporation shall be: That of a general trust company business with all the rights, powers, and privileges granted and conferred by the Florida Financial Institutions Codes, regulating the organization, powers, and management of trust companies.

ARTICLE III

The total number of shares authorized to be issued by the corporation shall be 250,000. Such shares shall be of a single class and shall have a par value of \$20.00 per share. The corporation shall begin business with at least \$2,000,000 in paid-in common capital stock to be divided into 100,000 shares. The amount of surplus with which the corporation will begin business will be not less than \$2,000,000 and the amount of undivided profits, not less than \$0- all of which (capital stock, surplus, and undivided profits) shall be paid in cash.

Preemptive Rights Clause: No shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for 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 in which such action has been authorized, 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:

<u>NAME</u>	<u>STREET ADDRESS</u>
KATHRYN B. PEMBLE	615 16 th Avenue NE St. Petersburg, FL 33704
GENTRY B. BYRNES	8863 Baywood Park Drive Seminole, FL 33777
KATHLEEN SHANAHAN	1700 S. MacDill Avenue, Suite 340 Tampa, FL 33629
KEVIN MADDRON	420 S. Orange Avenue, Suite 400 Orlando, FL 32801
BETH HORNER	2220 Mermaid Point NE St. Petersburg, FL 33703
TERIN CREMER	209 S. Packwood Avenue Tampa, FL 33606
JILL CREAGER	10801 Starkey Road, Suite 104-208 Seminole, FL 33777
ARTEMIS EMSLIE	5440 Mariner Street, Suite 211 Tampa, FL 33609
J. GREG RUTHVEN	41 Lake Morton Drive Lakeland, FL 33801

In witness of the foregoing, the undersigned director(s) have executed these Articles of Incorporation this 2nd day of July, 2022.

NAME

STREET ADDRESS

KATHRYN B. PEMBLE

615 16th Avenue NE
St. Petersburg, FL 33704

GENTRY B. BYRNES

8863 Baywood Park Drive
Seminole, FL 33777

KATHLEEN SHANAHAN, MBA

1700 S. MacDill Avenue, Suite 340
Tampa, FL 33629


KEVIN MADDRON

420 S. Orange Avenue, Suite 400
Orlando, FL 32801

BETH HORNER, J.D.

2220 Mermaid Point NE
St. Petersburg, FL 33703

TERIN CREMER, J.D.

209 S. Packwood Avenue
Tampa, FL 33606

JILL CREAGER, J.D.

10801 Starkey Road, Suite 104-208
Seminole, FL 33777

ARTEMIS EMSLIE

5440 Mariner Street, Suite 211
Tampa, FL 33609

J. GREG RUTHVEN

41 Lake Morton Drive
Lakeland, FL 33801

STATE OF FLORIDA)
COUNTY OF _____)

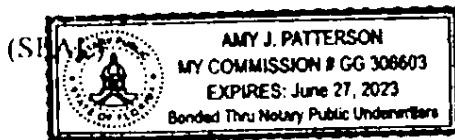
The foregoing instrument was acknowledged before me this _____ day of _____, 2022, by _____, who are personally known to me or who has produced _____ as identification and who did/did not take an oath.

(SEAL)

Notary Public - State of Florida at Large
My Commission Expires: _____, 2022

STATE OF FLORIDA)
COUNTY OF Orange)

The foregoing instrument was acknowledged before me this 8th day of July, 2022, by Kevin R Maddron, who is personally known to me or who has produced _____ as identification and who did/did not take an oath.



Amy J. Patterson
Notary Public - State of Florida at Large
My Commission Expires: June 27, 2022 2023

STATE OF FLORIDA)
COUNTY OF _____)

The foregoing instrument was acknowledged before me this _____ day of _____, 2022, by _____, who is personally known to me or who has produced _____ as identification and who did/did not take an oath.

(SEAL)

Notary Public - State of Florida at Large
My Commission Expires: _____, 2022

In witness of the foregoing, the undersigned director(s) have executed these Articles of Incorporation this 8th day of July, 2022

NAME

STREET ADDRESS

KATHRYN B. PEMBLE

615 16th Avenue NE
St. Petersburg, FL 33704

GENTRY B. BYRNES

8863 Baywood Park Drive
Seminole, FL 33777

KATHLEEN SHANAHAN, MBA

1700 S. MacDill Avenue, Suite 340
Tampa, FL 33629

KEVIN MADDON

420 S. Orange Avenue, Suite 400
Orlando, FL 32801

BETH HÖRNER, J.D.

2220 Mermaid Point NE
St. Petersburg, FL 33703

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ARTEMIS EMSLIE

5440 Mariner Street, Suite 211
Tampa, FL 33609


J. GREG RUTHVEN

41 Lake Morton Drive
Lakeland, FL 33801

STATE OF FLORIDA)
COUNTY OF)

The foregoing instrument was acknowledged before me this _____ day of _____, 2022, by _____,

_____ who are personally known to me or who has produced _____ as identification and who did/did not take an oath.

(SEAL)

Notary Public - State of Florida at Large
My Commission Expires: _____ 2022

STATE OF FLORIDA)
COUNTY OF)

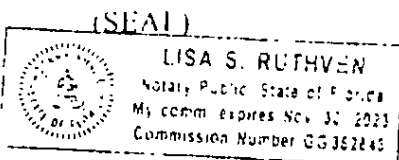
The foregoing instrument was acknowledged before me this _____ day of _____, 2022, by _____, who is personally known to me or who has produced _____ as identification and who did/did not take an oath.

(SEAL)

Notary Public - State of Florida at Large
My Commission Expires: _____ 2022

STATE OF FLORIDA)
COUNTY OF Polk)

The foregoing instrument was acknowledged before me this 8th day of July, 2022, by J. Greg Ruthven, who is personally known to me or who has produced N/A as identification and who did/did not take an oath.




Lisa S. Ruthven
Notary Public - State of Florida at Large
My Commission Expires: Nov. 30 2023

In witness of the foregoing, the undersigned director(s) have executed these Articles of Incorporation this 11th day of July, 2022.

NAME

STREET ADDRESS


KATHRYN B. PEMBLE

615 16th Avenue NE
St. Petersburg, FL 33704


GENTRY B. BYRNES

8863 Baywood Park Drive
Seminole, FL 33777


KATHLEEN SHANAHAN, MBA

1700 S. MacDill Avenue, Suite 340
Tampa, FL 33629

KEVIN MADDRON

420 S. Orange Avenue, Suite 400
Orlando, FL 32801


BETH HORNER, J.D.

2220 Mermaid Point NE
St. Petersburg, FL 33703


TERIN CREMER, J.D.

209 S. Packwood Avenue
Tampa, FL 33606


BILL CREAGER, J.D.

10801 Starkey Road, Suite 104-208
Seminole, FL 33777


ARTEMIS EMSLIE

5440 Mariner Street, Suite 211
Tampa, FL 33609

J. GREG RUTHVEN

41 Lake Morton Drive
Lakeland, FL 33801

STATE OF FLORIDA)

COUNTY OF Hillsborough)

The foregoing instrument was acknowledged before me this 11th day of July, 2022, by E Gentry B. Byrnes, Kathleen Shanahan, Beth Horner, Terin Barbis Gremer, Jill Emery, Artemis Emmslie, Kathryn B Penible, who are personally known to me or who has produced Driver license as identification and who did/did not take an oath.

(SEAL)



Shelby Simpson
Notary Public – State of Florida at Large
My Commission Expires: 11-18-24, 2022

COUNTY OF _____)

The foregoing instrument was acknowledged before me this 11 day of July, 2022, by _____, who is personally known to me or who has produced Driver license as identification and who did/did not take an oath.

(SEAL)

Notary Public – State of Florida at Large
My Commission Expires: _____, 2022

STATE OF FLORIDA)

COUNTY OF _____)

The foregoing instrument was acknowledged before me this _____ day of _____, 2022, by _____, who is personally known to me or who has produced _____ as identification and who did/did not take an oath.

(SEAL)

Notary Public – State of Florida at Large
My Commission Expires: _____, 2022

**REGISTERED AGENT
STATEMENT OF APPOINTMENT**
(Section 607.0501, F.S.)

OFFICE USE ONLY

☒ Original Appointment ☐ Change of Appointment
☐ Change of Mailing Address ☐ Change of Physical Address

Registered Agent and Office Information

Name **Gentry Barnett Byrnes** Telephone **727-773-7420**

Street Address
100 Second Ave. S., Suite 1204S

City **St. Petersburg** State **FL** Zip Code **33701**

Mailing Address
100 Second Ave. S., Suite 1204S

City **St. Petersburg** State **FL** Zip Code **33701**

I accept this appointment and confirm that I am familiar with and accept the obligations of the position as set forth in Section 607.0501 F.S. I also understand that I may resign this appointment by executing a written statement of resignation and filing it with the applicable filing officer.



Signature of Registered Agent

7/14/22

Date

Former Registered Agent and Office Information (for changes only)

Name Telephone

Street Address

City State Zip Code

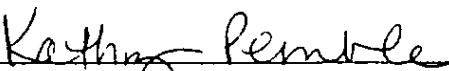
Committee or Organization Information

Name of Committee or Organization

Adelphi Trust Company

Street Address Telephone
100 Second Ave. S., Suite 1204S 727-773-7420

City State Zip Code
St. Petersburg FL 33701



Signature of Chairperson

Kathryn Pemble, President & CEO

Printed Name of Chairperson

7/14/22

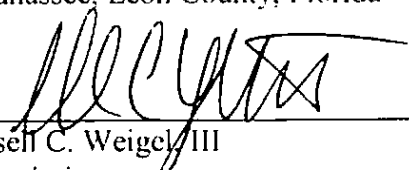
Date

7/14/22 15:05
JUL 15 PM 1:05
JUL 15 PM 1:05

APPROVED by the Office of Financial Regulation this 21st day of

July, 2022

Tallahassee, Leon County, Florida



Russell C. Weigel III
Commissioner
Office of Financial Regulation

2022 JUL 21 PM 1:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED