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Amendment
LFT
2-11-03

Interoffice
Communication



Office of Financial
Regulation

DATE: February 6, 2004
TO: Louise Flemming-Jackson, Bureau of Corporations, Secretary of State
FROM: *DB* David Burgess, Bureau of Bank Examinations, OFR
SUBJECT: Marine Bank of the Florida Keys—Article Amendment

Please file the attached amendment and make the following distribution of certified copies:

- (1) Return one (1) copy to: Office of Financial Regulation
Bureau of Bank Regulation
200 E. Gaines Street
Tallahassee, Florida 32399-0371
- (2) Mail one (1) copy to: Mr. John W. Conlin
John W. Conlin, P. A.
Post Office Box 500097
Marathon, Florida 33050-0097

Also attached is a check for filing fees and certified copies. If you have any questions, please contact me at 410-9508.

Attachments

cc: Area Financial Manager, Miami Regional Office (with copy of articles to be filed)

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
MARINE BANK OF THE FLORIDA KEYS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

2004 FEB -9 AM 8:52

Pursuant to the provisions of §607.1006, Florida Statutes, this Florida corporation adopts the following Articles of Amendment to its Articles of Incorporation.

FIRST: Article II entitled "Purposes" is hereby deleted, and the following Article II entitled "Purposes" is hereby substituted in its place:

ARTICLE II
PURPOSES

The purpose or purposes for which the corporation is organized are as follows:

The Corporation shall engage in the general commercial banking business with all of the rights, powers, and privileges granted and conferred under the Florida Financial Institutions Codes, regulating the organization, powers, and management of banking corporations.

The Corporation may establish a trust department, which may engage in and transact any and all aspects or functions of a trust business.

The Corporation may also engage in any and all lawful activities, or businesses, permitted under the laws of the United States, State of Florida or any other state or country.

SECOND: The date of this amendment's adoption: 24 August, 2002.

THIRD: The amendment to Article II of the Articles of Incorporation was approved by the shareholders of the MARINE BANK OF THE FLORIDA KEYS at a special meeting of shareholders held on the 24th day of August, 2002. The number of votes cast for the amendment were sufficient for approval. The amendment was also approved by the Directors of the Corporation at its regular meeting held on the 24th day of August, 2002.

In all other respects, the Articles of Incorporation of the MARINE BANK OF

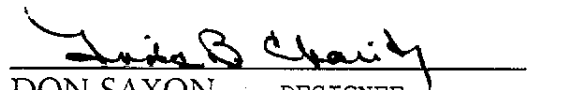
THE FLORIDA KEYS, as amended, shall remain as originally executed and filed.

Signed this 24th day of August, 2002.


WILLIAM S. DANIELS, President

APPROVAL OF OFFICE OF FINANCIAL REGULATION

The Amendment to the Articles of Incorporation of the MARINE BANK OF THE FLORIDA KEYS, to which this approval is attached, is hereby approved this 6th day of February, 2004.


DON SAXON or DESIGNEE
Director, Office of Financial Regulation