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**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
PILOT BANCSHARES, INC.**

Document Number P95000023436

Pursuant to the provisions of Section 607.1006, Florida Statutes, PILOT BANCSHARES, INC. (the "Corporation"), hereby adopts the following Articles of Amendment to its Articles of Incorporation.

**FIRST:** The name of the Corporation is: PILOT BANCSHARES, INC.

**SECOND:** The following amendment to the Articles of Incorporation was adopted by the Board of Directors of the Corporation:

The first paragraph of Article IV of the Articles of Incorporation of the Corporation shall be and hereby is revoked, declared null and void and of no further effect and, in lieu thereof, the following paragraph is adopted, approved and ratified:

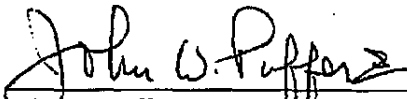
The total number of shares of all classes of capital stock which the Corporation shall have authority to issue is Twenty-Two Million (22,000,000) shares, of which Two Million (2,000,000) shares, \$.10 par value, shall be a class designated "preferred stock" and Twenty Million (20,000,000) shares, \$.10 par value, shall be a class designated "common stock."

Except as aforesaid, the remainder of the Articles of Incorporation and the Amendments thereto shall remain in full force and effect and shall not be modified by this Amendment.

**THIRD:** The foregoing amendment was approved and adopted by the shareholders. The number of votes cast for the amendment by the shareholders was sufficient for approval.

IN WITNESS WHEREOF, the undersigned, the Chairman of the Corporation, has executed these Articles of Amendment this 25<sup>th</sup> day of May, 2011.

PILOT BANCSHARES, INC.

  
John W. Puffer, III, Chairman

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