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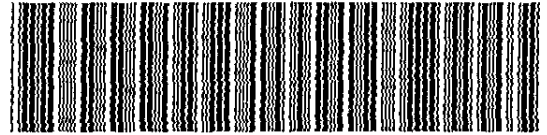
(Business Entity Name)

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FILED
03 JUL 11 PM 3:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMENDED
WAG 7-16
2cc

SMITH MACKINNON, PA

PROFESSIONAL ASSOCIATION
ATTORNEYS AT LAW

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JOHN P. GREELEY

July 10, 2003

Via Federal Express

Florida Secretary of State
Division of Corporations
Bureau of Corporate Records
409 E. Gaines Street
Tallahassee, FL 32399

Re: ONB Financial Services, Inc.

Dear Sir/Madam:

Enclosed are the following documents relating to the above-referenced corporation:

1. Original Articles of Amendment to the Articles of Incorporation submitted for filing;
2. A check in the amount of \$52.50 (\$35.00 for filing fee and \$17.50 for two certified copies of the Articles of Amendment to the Articles of Incorporation); and
3. Two photocopies of the executed Articles of Amendment to the Articles of Incorporation.

Please file the enclosed document as soon as possible and return to us a certified copy of the Amendment. If you have any questions regarding the enclosed, please do not hesitate to call me at your convenience.

Thank you for your assistance.

Very truly yours,


John P. Greeley

JPG:erw
Enclosures

Copy to: Donald H. Kay, Jr.
Chairman of the Board
ONB Financial Services, Inc.

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ONB FINANCIAL SERVICES, INC.**

FILED
03 JUL 11 PM 3:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the Florida Banking Code, the Articles of Incorporation of ONB Financial Services, Inc. are hereby amended as follows:

FIRST: Section A of Article IV of the Articles of Incorporation is hereby amended by deleting the text thereof in its entirety and substituting the following in lieu thereof:

The aggregate number of shares which the Corporation shall have the authority to issue is 1,000,000 shares of common stock, par value of \$.01 per share, which shall be designated "Common Stock." Each of the outstanding shares of common stock of the Corporation issued and outstanding immediately prior to the time this amendment becomes effective shall be and is hereby automatically reclassified and combined (without any further act) into .000769 fully-paid and nonassessable shares of Common Stock, provided that no fractional shares shall be issued to any shareholder owning less than one share of Common Stock after this amendment becomes effective. The fractional share interest that occurs as a result of the foregoing reclassification and combination shall be converted into the right to receive a cash payment from the Corporation equal to the product of (i) the number of shares of Common Stock held by the shareholder immediately prior to the time this amendment becomes effective and resulting in a fractional share interest as a result of the amendment, and (ii) \$50.00. This amendment shall not effect any change in the par value of the Common Stock (which shall remain at \$.01 per share) nor shall it effect any change in the authorized shares of Common Stock (which shall remain at 1,000,000 shares).

SECOND: The foregoing amendment was adopted by the holders of in excess of 92% of the outstanding shares of Common Stock, by written consent in lieu of a meeting, being the sole voting group entitled to vote on the amendment, on July 9, 2003 and the number of votes cast for the amendment was sufficient for approval by the holders of Common Stock.

IN WITNESS WHEREOF, the undersigned has caused these Articles of Amendment to Articles of Incorporation to be executed and attested to by its duly authorized officer as of this 9th day of July, 2003.

ONB FINANCIAL SERVICES, INC.

By: Donald H. Kay, Jr.
Donald H. Kay, Jr.
Chairman of the Board

STATE OF FLORIDA
COUNTY OF MARION

The foregoing instrument was acknowledged before me this 9th day of July, 2003, by Donald H. Kay, Jr., Chairman of the Board of ONB Financial Services, Inc., a Florida corporation on behalf of the corporation.



Mary J. Furlong
Printed Name: MARY FURLONG
Notary Public, State of Florida

Personally Known ☒ or Produced Identification ☐
Type of Identification Produced _____