

FIRST COMMUNITY BANK

ORANGE CITY, FLORIDA 32763

P96000059726

TIMOTHY WM. ENGLERT

*President
and Chief Executive Officer*

P.O. Box 740278

2240 South Volusia Ave.

(904) 775-3115

May 1, 1998

Florida Department of State
Secretary of State
Division of Corporation
P. O. Box 6327
Tallahassee, Florida 32314

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-05/19/98--01033--018

*****87.50 *****87.50

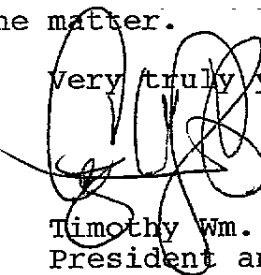
Re: Amendment of Article
First Community Bank Holding Corporation
Document No. 96000059726

Enclosed find our check in the amount of \$87.50 as fees for filing
and certification for recent amendment to our Articles of
Incorporation.

Please upon filing, send the appropriate certification documents.

Thank you for your assistance in the matter.

Very truly yours,


Timothy Wm. Englert
President and CEO

TWE:ms

Enclosure

FILED
98 MAY 18 AM 11:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
LFT 5-19-98

FILED

98 MAY 18 AM 11:38

ARTICLE AMENDMENT
TO INCREASE AUTHORIZED SHARES VIA SHAREHOLDER APPROVAL AT MEETING

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMENDMENT OF
ARTICLES OF INCORPORATION
OF
FIRST COMMUNITY BANK HOLDING CORPORATION

The undersigned officers of First Community Bank Holding Corporation, Orange City, Florida, do hereby certify that the Board of Directors of said company approved and proposed to the shareholders thereof, amendment of Article III of the Articles of Incorporation of said company as set out herein, and that thereafter, on the 21st day of April, A.D., 1998, at a special meeting of the shareholders called and held in compliance with Section 607.1006, Florida Statutes, and with the Articles of Incorporation and the Bylaws of said company, at which meeting the holders of a majority of the outstanding capital stock were present, said shareholders, by voting numbers sufficient for approval, passed a resolution providing for an increase in the company's authorized capital stock from 1,000,000 shares to 3,000,000 shares, and amending Article III so that in place of its present language it shall read:

ARTICLE III

The total number of shares of common stock to be authorized by the corporation shall be Three Million shares (3,000,000), the par value of which shall be One Cent (\$.01) per share.

(Corporate Seal)

President & CEO, Timothy Wm. Englert

Senior Vice President/Chief
Financial Officer

Sworn to and subscribed before me this 22nd day of April, 1998.

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

