

P960000062065

INTER-OFFICE
COMMUNICATION

COMPTROLLER OF FLORIDA
DIVISION OF BANKING

DATE: July 24, 1996

TO: Karon Beyer, Department of State
Division of Corporations - Bureau of Commercial Recording

FROM: Bruce Ricca, Licensing and Chartering *BR*

SUBJ: THE BANK BREVARD
Approved New State Bank
(Your Number: R26000000157)

600001305886
-07/26/96--01077--027
***192.50 ***192.50

Please file the attached Articles of Incorporation for the above-referenced trust company, using TODAY'S DATE, as the effective date.

Please make the following distribution of certified copies:

- (1) Mail one copy to: Division of Banking
Licensing and Chartering
- (2) Mail one copy to: Federal Deposit Insurance Corporation
One Atlantic Center, Suite 1600
1201 West Peachtree Street, N.E.
Atlanta, Georgia 30309-3449
- (3) Mail one copy to: Mr. Jeffrey S. Dick
Post Office Box 561137
Rockledge, Florida 32956-1137

R96-157

Also attached is a check which represents payment of the filing fees, charter tax and certified copies. If you have any questions, please call 487-1410.

BR:articles
Attachments

cc: Bureau of Financial Institutions - District II

Dmc
7/24/96
35.00 F.F.
157.50 C.C. (3)
192.50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 JUL 24 PM 12:08

FILED

ARTICLES OF INCORPORATION OF THE BANK BREVARD

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

ARTICLE I

The name of the corporation shall be The Bank Brevard and its initial place of business shall be at the intersection of US Highway 1 and Avenue B in the City of Melbourne, in the County of Brevard and State of Florida.

ARTICLE II

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

ARTICLE III

The total number of shares authorized to be issued by the Corporation shall be 900,000. Such shares shall be of a single class and shall have a par value of \$5.00 per share. The corporation shall begin business with at least \$2,625,000.00 in paid-in common capital stock to be divided into 525,000 shares. The amount of surplus with which the corporation will begin business will be not less than \$1,312,500.00 and the amount of undivided profits, not less than \$1,250,000.00 all of which (capital stock, surplus, and undivided profits) shall be paid in cash.

Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the subscription price offered to the general public, a pro rata portion of any stock of any class that the corporation may issue or sell (except for stock options issued pursuant to stock option plans, approved by corporation shareholders, and shares of stock issued upon exercise of such options).

ARTICLE IV

The term for which the corporation shall exist shall be perpetual unless terminated pursuant to the Florida Financial Institutions Codes.

ARTICLES OF INCORPORATION OF THE BANK BREVARD

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:

Name	Street Address
Richard N. Baney	2045 North Highway A1A, Indialantic, Florida
Ernest M. Briel	401 Roxy Ave., Melbourne, Florida
Dale A. Dettmer	8065 S. Tropical Trail, Merritt Island, Florida
Joseph R. Di Prima	620 Tortoise Way, Satellite Beach, Florida
Robert B. Downey	2000 South Patrick Dr., Indian Harbor Beach, Florida
Joseph M. Flammio	2815 Turtle mound Road, Melbourne, Florida
Tanya Pruitt Herbert	491 Turtle Circle, Satellite Beach, Florida
James J. Katchakis	1925 Rivershore Dr., Indialantic, Florida
Richard B. Moore	208 Waterford Bay Road, Melbourne Beach, Florida
James H. Nance	150 Poinciana Dr., Indian Harbor Beach, Florida
Hubert C. Normile, Jr.	1499 N. Harbor City Blvd., Melbourne, Florida

ARTICLES OF INCORPORATION OF THE BANK BREVARD

In witness of the foregoing, the undersigned director(s) have executed these Articles of Incorporation this 11th day of July, A.D. 1996.

Name

Street Address


Richard N. Bony

2045 North Highway A1A
Indianalantic, Florida


Ernest M. Brier

401 Roxy Ave.
Melbourne, Florida


Dale A. Dettmer

8065 S. Tropical Trail
Merritt Island, Florida


Joseph R. Di Prima

620 Tortoise Way
Satellite Beach, Florida


Joseph M. Fannino

2815 Turtle mound Road
Melbourne, Florida


Tanya Pruitt Herbert

491 Turtle Circle
Satellite Beach, Florida


James J. Katsiakakis

1925 Rivershore Dr.
Indianalantic, Florida


Richard B. Moore

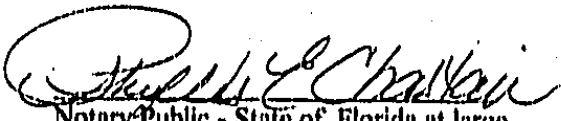
208 Waterford Bay Road
Melbourne Beach, Florida

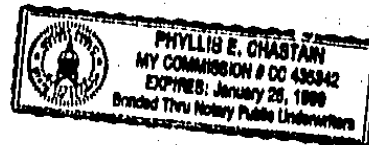
ARTICLES OF INCORPORATION OF THE BANK BREVARD

STATE OF FLORIDA)
)
COUNTY OF BREVARD) SS

The foregoing instrument was acknowledged before me this 11th day of July, 1996, by each of the above, who is personally known to me or who has produced his Florida Driver's License as identification and who did take an oath.

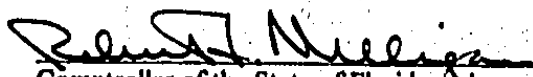
(SEAL)


Notary Public - State of Florida at large
My Commission Expires:



Approved by the Department of Banking and Finance this 24TH day of July, 1996.

Tallahassee, Florida


Comptroller of the State of Florida and
Head of the Department of Banking and Finance

FILED
96 JUL 24 PM 12:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF THE BANK BREVARD

In witness of the foregoing, the undersigned director has executed these Articles of Incorporation this ____ day of July, A.D. 1996,



Robert B. Downey

2000 South Patrick Dr.
Indian Harbor Beach, Florida

STATE OF FLORIDA)
)
COUNTY OF BREVARD) SS

The foregoing instrument was acknowledged before me this 10th day of July, 1996, by who is personally known to me or who has produced his Florida Driver's License as identification and who did take an oath.

(SEAL)


Notary Public - State of Florida at large
My Commission Expires: JAN. 17, 2000



Karen Larson
MY COMMISSION # CC325410 EXPIRES
January 17, 2000
BONDED THROUGH TROY PAID INSURANCE, INC.

ARTICLES OF INCORPORATION OF THE BANK BREVARD

In witness of the foregoing, the undersigned director has executed these
Articles of Incorporation this 8 day of July, A.D. 1996.


James H. Nance

150 Poinciann Dr.
Indian Harbor Beach, Florida

STATE OF FLORIDA)

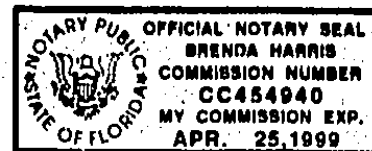
COUNTY OF BREVARD)

SS

The foregoing instrument was acknowledged before me this 8 day of July, 1996, by
who is personally known to me or who has produced his Florida Driver's License as
identification and who did take an oath.

(SEAL)


Notary Public (State of Florida at large
My Commission Expires:



ARTICLES OF INCORPORATION OF THE BANK BREVARD

In witness of the foregoing, the undersigned director has executed these
Articles of Incorporation this 8th day of July, A.D. 1996.


Hubert C. Normile, Jr.

1499 N. Harbor City Blvd.
Melbourne, Florida

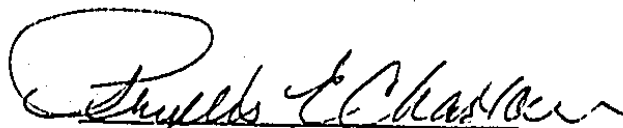
STATE OF FLORIDA)

COUNTY OF BREVARD)

SS

The foregoing instrument was acknowledged before me this 8th day of July, 1996, by
Hubert C. Normile, Jr. who is personally known to me or who has produced his Florida
Driver's License as identification and who did take an oath.

(SEAL)



Notary Public - State of Florida at large
My Commission Expires:

