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Mark S. Matthews

Attorney at Law

FILED

Mallory L. Johnson
of Counsel

July 30, 1996

96 AUG -2

P.O. Box 956
Stuart, Florida 34995
Telephone (407) 287-1000

Corporate Records Bureau
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: Coastal Financial of Stuart, Florida

Dear Madam or Sir:

Enclosed are two executed Articles of Incorporation for the above-captioned matter. Kindly file the Articles and return the certified copy as soon as possible. A check in the amount of \$122.50 is enclosed to cover the costs of filing.

Thank you for your assistance.

Very truly yours,



Mark S. Matthews

/vam
Enclosures

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ARTICLES OF INCORPORATION
OF
COASTAL FINANCIAL OF STUART, FLORIDA, INC.

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TALLAHASSEE, FLORIDA

The undersigned, for the purpose of becoming incorporated and forming a corporation under and by virtue of the laws of the State of Florida, certify as follows:

ARTICLE I.

The name of this corporation shall be:

COASTAL FINANCIAL OF STUART, FLORIDA, INC.
4900 S. Federal Highway
Stuart, Florida 34997

ARTICLE II.

The general nature of the business or businesses to be transacted under these Articles of Incorporation shall be: To carry on any business or to engage in any activity which is permitted under the laws of the United States and of the State of Florida.

ARTICLE III.

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time shall be 100 shares of common stock of a value of \$1.00 per share, each to be exempt from assessment.

ARTICLE IV.

The amount of capital with which the corporation shall begin business shall be \$100.00.

ARTICLE V.

The street address of the initial registered office shall be 4900 S. Federal Highway, Stuart, Florida 34997 and the name of the corporation's registered agent at such address shall be RICHARD MESSICK. The Board of Directors shall have the power to establish offices and places of business at any place it may deem necessary or convenient. This corporation shall have perpetual existence.

ARTICLE VI.

The business of this corporation shall be managed by a Board of Directors of not less than one director nor more than seven, all of whom shall be of full age. At least one shall be a citizen of the United States.

ARTICLE VII.

The name and street address of the first Board of Directors who shall hold office for the first year of the corporation's existence or until their successors are elected and have qualified, and also who are the subscribers of these Articles are as follows:

Richard Messick
4900 S. Federal Highway
Stuart, Florida 34997

ARTICLE VIII.

The officers of this corporation shall consist of a President, Vice President, Secretary and Treasurer. The officers shall be elected by the Board of Directors. The Board of

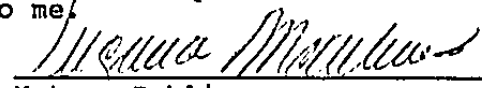
Directors meeting shall be held in the offices of the corporation at Stuart, Florida, on the 10th day of July, 1996, at 10:00 A.M., for the purposes of completing the organization of the corporation and adopting By-laws and transacting all business which may come before the meeting. Until the officers elected at the first annual meeting shall be qualified, the following named persons shall be officers of the corporation.

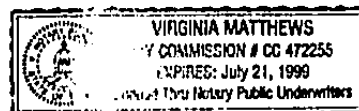
Richard Messick	President
Richard Messick	Vice President
Richard Messick	Secretary
Richard Messick	Treasurer


RICHARD MESSICK

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing Articles of Incorporation were sworn to and acknowledged before me this 10th day of July, 1996, by RICHARD MESSICK, who is personally known to me.


Notary Public
My Commission Expires:



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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

First--That COASTAL FINANCIAL OF STUART, FLORIDA, INC., desiring to
organize under the laws of the State of Florida with its principal office,
as indicated in the Articles of Incorporation at Stuart, County of Martin,
State of Florida, has named Richard Messick located at 4900 S. Federal
Highway, Stuart, Florida 34997, County of Martin, State of Florida, as its
agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated
corporation, at place designated in this certificate, I hereby accept to act
in this capacity, and agree to comply with the provision of said Act
relative to keeping open said office.

BY: Richard Messick

RICHARD MESSICK
Resident Agent