

P96000078176

Inter-Office
Communication



Comptroller of Florida
Division of Banking

DATE: September 19, 1996

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

FROM: JP John A. Pullen, Licensing and Chartering

SUBJECT: Articles of Incorporation for First Community Successor
Bank and Merger of First Community Successor Bank with
and into First Community Bank

- Please file the attached Articles of Incorporation for First Community Successor Bank.
- Please file the attached "Merger Agreement" for the above-referenced institutions, using September 20, 1996, as the effective date.

Please make the following distribution of certified copies:

- 487-1410
- (1) One copy of both documents to:
Division of Banking
Office of Licensing and Chartering
101 East Gaines Street
Tallahassee, Florida 32399-0350
 - (2) One copy of the Merger Agreement to:
Federal Deposit Insurance Corporation
Suite 1600, One Atlantic Center
1201 West Peachtree Street, Northeast
Atlanta, Georgia 30309-3449
 - (3) One copy of both documents to:
Mr. Timothy W. Englert
President & Chief Executive Officer
First Community Bank
Post Office Box 740278
Orange City, Florida 32763

600001356646
-09/25/96--01068--008
****367.50 ****140.00

FILED
96 SEP 20 AM 9:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Also attached is a check, in the amount of \$367.50, for applicable fees. This check was made payable incorrectly to our office and has been endorsed over to the Secretary of State. If you have any questions, please call 487-1410. *AL*

JAP:bms

cc: Federal Reserve Bank of Atlanta, Atlanta, Georgia
Federal Deposit Insurance Corporation, Atlanta, Georgia
Bureau of Financial Institutions - District II

FILING 35.00
R. AGENT
CERT. COPY 105.00
CUS
OVERPAYMENT
TOTAL 140.00

ARTICLES OF INCORPORATION
OF
FIRST COMMUNITY SUCCESSOR BANK
(A Successor Institution)

FILED
96 SEP 20 AM 9:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as director(s) for the purpose of forming a successor institution under and by virtue of the laws of the State of Florida, adopt(s) the following Articles of Incorporation:

ARTICLE I

The name of the Corporation shall be First Community Successor Bank and its initial place of business shall be 2240 South Volusia Avenue, Orange City, Florida, 32763, Volusia County, State of Florida.

ARTICLE II

The Corporation shall be organized as a successor institution in accordance with Section 658.40(4), Florida Statutes.

ARTICLE III

The total number of shares authorized to be issued by the Corporation shall be 1,000. Such shares shall be of a single class and shall have a par value of one dollar (\$1.00) per share. The Corporation shall begin business with at least \$1,000 in paid-in capital to be divided into 1,000 shares. The Corporation will begin business with no surplus or undivided profits. All of these items (capital stock, surplus, and undivided profits) shall be paid

in cash.

ARTICLE IV

The term of which said corporation shall exist shall be one (1) year.

ARTICLE V

The number of Directors shall consist of at least five (5). The names and street address of the first Directors of the corporation are:

<u>Name</u>	<u>Address</u>
1. Timothy Wm. Englert	2329 River Ridge Road, #12 DeLand, FL 32720
2. Gordon E. Holzman	1988 Quail Hollow Drive DeLand, FL 32720
3. Milton E. Evans	1473 N. Volusia Avenue Orange City, FL 32763
4. Stephen W. Hayman, DC	998 W. Torchwood Drive DeLand, FL 32724
5. Richard O. Heard	205 Barrington Avenue DeLand, FL 32720
6. Edward T. Lacey	2327 Southern Pines Place DeLand, FL 32724
7. Milton A. McMillon	1313 S. Highway 415 New Smyrna Beach, FL 32168
8. Harlan L. Paul, Esquire	675 Oak Tree Terrace DeLand, FL 32724
9. Joseph E. Shadick	303 Huntington Drive DeLand, FL 32720
10. Oscar W. Wilson, Jr.	734 Pine Shores Circle New Smyrna Beach, FL 32168

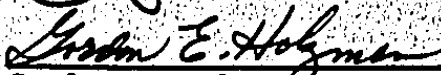
ARTICLE VI

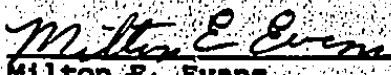
The names and addresses of the incorporators are:

Name	Address
1. Timothy Wm. Englert	2329 River Ridge Road, #12 DeLand, FL 32720
2. Gordon E. Holzman	1988 Quail Hollow Drive DeLand, FL 32720
3. Milton E. Evans	1473 N. Volusia Avenue Orange City, FL 32763
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10. Oscar W. Wilson, Jr.	734 Pine Shores Circle New Smyrna Beach, FL 32168

Signed this 9 day
of May, 1996


Timothy Wm. Englert

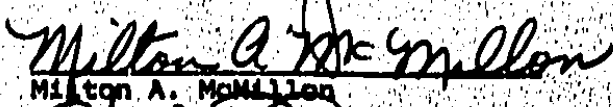

Gordon E. Holzman


Milton E. Evans


Stephen W. Hayman

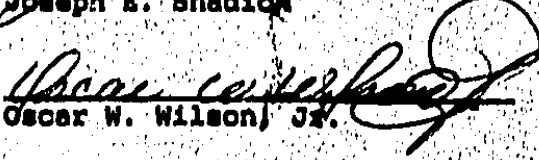

Richard O. Heard


Edward T. Lacey


Milton A. McMillon


Harlan L. Paul


Joseph E. Shadick

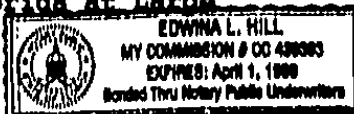

Oscar W. Wilson, Jr.

STATE OF FLORIDA
COUNTY OF VOLUSIA

Before me, the undersigned Notary Public in and for the State of Florida at Large, personally appeared TIMOTHY WM. ENGLERT, known to me to be the individual described and who executed the above and foregoing Articles of Incorporation of First Community Successor Bank and being duly sworn and acknowledged that he executed the same for the uses and purposes therein expressed.

In witness whereof, I have hereunto set my hand and affixed by Notarial Seal this 9th day of May, 1996.

Edwina L. Hill
Notary Public, State of Florida at Large
My Commission Expires:



Tallahassee, Florida

Approved by the Department of Banking and Finance this 16th day of September, A.D., 1996.

Robert F. Milligan
ROBERT F. MILLIGAN
Comptroller of the State of Florida
and Head of the Department of Banking
and Finance

FILED
96 SEP 20 AM 9:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF MERGER
Merger Sheet

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MERGING:

FIRST COMMUNITY SUCCESSOR BANK, a Florida corporation (Charter
#P96000078176)

INTO

FIRST COMMUNITY BANK, a Florida corporation, J72639

File date: September 20, 1996

Corporate Specialist: Louise Flemming-Jackson