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JOHN G. STINSON

SIGSBEE L. SCRUGGS
1898 - 1983
PARKS M. CARMICHAEL
1909 - 1994
WILLIAM D. PRIDGEMAN
1933 - 1980
MICHELLE VAUGHNS
1946 - 1982

RETIRED
RAY D. HELPLING
WILLIAM N. LONG

OF COUNSEL
WILLIAM C. ANDREWS

March 26, 1997

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32314

RE: The Simm Bank, Inc.

400002125724--7
-03/27/97--01049--005
****122.50 ****122.50

Gentlemen:

Enclosed is an Original and one copy of Articles of Incorporation for the above corporation. Please file the original Articles and return to me one certified copy. I am enclosing our firm check in the amount of \$122.50 as follows:

| | |
|------------------------------|---------|
| Filing Fee | \$35.00 |
| Certified Copy | 52.50 |
| Registered Agent Designation | 35.00 |

TOTAL \$122.50

Your prompt attention in this matter would be appreciated.

Sincerely,

Linda J. Maricle

Linda J. Maricle
Secretary

for: Jeffrey R. Dollinger, Esquire

misc/lm

Enclosure

FILED
97 MAR 27 AM 10:06
STATE OF FLORIDA

MAR 31 1997

FILED

97 MAR 27 AM 10:06

ALL INFORMATION CONTAINED
HEREIN IS UNCLASSIFIED
DATE 11/10/06 BY 60322

**ARTICLES OF INCORPORATION
OF
THE SIMM BANK, INC., a Florida Corporation**

The undersigned, acting as Incorporator of a Florida corporation under the Florida General Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is THE SIMM BANK, INC.. The mailing address for the principal office of this corporation is: 10747-2 Tucker Street, Beltsville, Maryland 20705.

ARTICLE II

DURATION

The Corporation shall have perpetual existence, and shall be in existence upon signing these Articles or later if required by law.

ARTICLE III

PURPOSE

The Corporation is organized for any lawful purpose permissible under the laws of the State of Florida and under the laws of the United States of America.

ARTICLE IV

CAPITAL STOCK

The Corporation is authorized to issue 100 shares of one dollar (\$1.00) par value Common Stock.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 1 SE First Avenue, Gainesville, Florida 32601 and the name of the initial Registered Agent of the Corporation at that address is Jeffrey R. Dollinger.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The Corporation shall initially have two (2) directors to hold office until the first annual meeting of shareholders and a successor(s) shall have been duly elected and qualified, or until earlier resignation, removal from office, or death. The number of directors may be either increased or decreased from time to time in accordance with the By Laws of the Corporation. The names and addresses of the initial directors of the Corporation are:

| <u>Name</u> | <u>Address</u> |
|---------------------|--|
| Michael A. Goldberg | 11600 Greenlane Drive, Potomac, MD 20854 |
| Martin J. Goldberg | 11600 Greenlane Drive, Potomac, MD 20854 |

ARTICLE VII

INCORPORATOR

The names and addresses of the Incorporators, the persons signing these Articles are:

| <u>Name</u> | <u>Address</u> |
|--------------------|--|
| Martin J. Goldberg | 11600 Greenlane Drive, Potomac, MD 20854 |


ARTICLE VIII

AMENDMENTS

The power to amend these Articles of Incorporation in accordance with law is reserved to the shareholders.

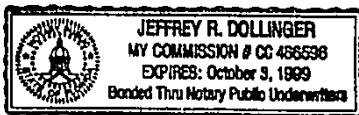
Any right conferred upon a shareholder by these Articles of Incorporation is subject to this reservation.

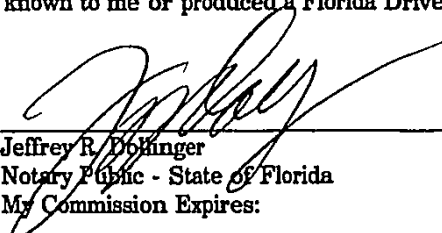
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 26th day of March, 1997.


MARTIN J. GOLDBERG, INCORPORATOR

STATE OF FLORIDA)
COUNTY OF ALACHUA)

The foregoing instrument was acknowledged before me on this 26th day of March, 1997 by Martin J. Goldberg, who either is personally known to me or produced a Florida Driver's License as identification and who did take an oath.




Jeffrey R. Dollinger
Notary Public - State of Florida
My Commission Expires:

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of THE SIMM BANK, INC., a Florida Corporation.

Date: 3-26-97

By: 
JEFFREY R. DOLLINGER

FILED
97 MAR 27 AM 10:06
CLERK OF COURT
STATE OF FLORIDA