

Document Number Only

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CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

600002321406--1

-10/16/97--01001--020

*****70.00 *****70.00

Florida Bank Holding, Inc.

☒ Profit *Auto of Inc.*

☐ NonProfit

☐ Limited Liability Co.

☐ Foreign

☐ Amendment

☐ Dissolution/Withdrawal

☐ Annual Report

☐ Reservation

☐ Photo Copies

☐ Call if Problem

☐ Merger

☐ Mark

☐ Other *ucc*

☐ Change of R.A.

☐ Fic. Name

☐ CUS

☐ After 4:30

☒ Pick Up

☐ Limited Partnership

☐ Reinstatement

☐ Certified Copy

☐ Call When Ready

☒ Walk In

☐ Mail Out

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Availability
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CR2E031 (1-89)



ROBERT F. MITCHELL
COMPTROLLER OF FLORIDA

OFFICE OF COMPTROLLER
DEPARTMENT OF BANKING AND FINANCE
STATE OF FLORIDA
TALLAHASSEE
32399-0350

October 15, 1997

Ms. Maria T. Hauser
Corporate Paralegal
Smith, Gambrell & Russell, LLP
Suite 3100, Promenade II
1230 Peachtree Street, NE
Atlanta, Georgia 30309-3592

Dear Ms. Hauser:

Re: "Florida Bank Holdings, Inc."

Reference is made to your letter/fax dated October 14, requesting approval of the above-referenced corporate name which will be a proposed holding company for a financial institution which is located in Tampa, Florida.

As Section 655.922(2)(a), Florida Statutes, exempts a financial institution, holding company or its subsidiaries from the prohibition against using the word "bank", "banker", "banking", "trust company", "savings and loan association", "savings bank", or "credit union" in its corporate name, the Division of Banking will not object to the above-subject corporate name being registered to transact business in the State of Florida.

Sincerely,

A handwritten signature in black ink, appearing to read "Wm. Douglas Johnson", is written over a horizontal line.

Wm. Douglas Johnson
Assistant Director
Division of Banking
101 E. Gaines Street
The Fletcher Building-Sixth Floor
Tallahassee, FL 32399-0350
(904) 488-1111
Fax: (904) 821-2365

:kr

cc: Karon Beyer, Chief
Bureau of Corporate Records
Secretary of State's Office

STATE OF FLORIDA
ARTICLES OF INCORPORATION
OF
FLORIDA BANK HOLDINGS, INC.

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TALLAHASSEE, FLORIDA

FIRST: The corporate name that satisfies the requirements of section 607.0401 is: Florida Bank Holdings, Inc.

SECOND: The street address and mailing address of the initial principal office of the Corporation is c/o Smith, Gambrell & Russell, LLP, 1230 Peachtree Street, N.E., Suite 3100, Atlanta, Georgia 30309.

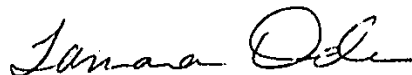
THIRD: The number of shares the Corporation is authorized to issue is 10,000,000 shares of capital stock, \$.01 par value.

FOURTH: The number of directors who will serve on the initial Board of Directors shall be two (2).

FIFTH: The street address of the initial registered office of the Corporation is c/o C T Corporation System, 1200 South Pine Island Road, City of Plantation, Florida 33324, and the name of its initial registered agent at such address is C T Corporation System.

SIXTH: The name and address of the Incorporator is Tamara Odom, 660 East Jefferson Street, Tallahassee, Florida 32301.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 15 day of October, 1997.



Tamara Odom
Incorporator

Acceptance by the registered agent as required in Section 607.0501 (3) F.S.: C T Corporation
System is familiar with and accepts the obligations provided for in Section 607.0505.

C T CORPORATION SYSTEM

By: Connie Bryan
Name: CONNIE BRYAN
Title: SPECIAL ASSISTANT SECRETARY

Date: October 15, 1997

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TALLAHASSEE, FLORIDA