

P98000014879

JACK P. Greeley, ESQ

(Requestor's Name)

Smith Mackinnon PA

Suite 300 Citrus Center

(Address)

255 So Orange Ave

(Address)

Orlando, FL

32801

(City/State/Zip/Phone #)

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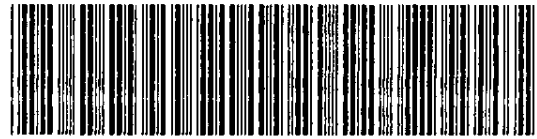
(Business Entity Name)

(Document Number)

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Amend.

03/16/11--01025--001 **43.75

FILED
2011 MAR 16 PM 2:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DR
3/18/11



March 15, 2011

Florida Secretary of State
Department of State
Division of Corporations
2661 Executive Center Circle
Tallahassee, FL 32301

Via Federal Express

Re: Articles of Amendment to the Articles of Incorporation for LandMark Financial Holding Company

To Whom It May Concern:

Enclosed are the following documents relating to LandMark Financial Holding Company:

1. Two original copies of the Articles of Amendment to the Articles of Incorporation of LandMark Financial Holding Company.
2. A check in the amount of \$43.75 (\$35.00 filing fee and \$8.75 for a certified copy of the Articles of Amendment to the Articles of Incorporation).

Please file the enclosed document as soon as possible and return to us the certified copy of the Amendment.

If you have any questions regarding the enclosed, please call me at 941-954-5105.

Sincerely,

A handwritten signature in black ink, appearing to be "T. Quale".

Thomas G. Quale
President & CEO

Enclosures

Copy to: Jack P. Greeley, Esquire
Smith Mackinnon, PA
Suite 800 – Citrus Center
255 South Orange Avenue
Orlando, FL 32801



**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
LANDMARK FINANCIAL HOLDING COMPANY**

FILED

2011 MAR 16 PM 2:45

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

Pursuant to Section 607.1006, Florida Statutes, the Articles of Incorporation of LandMark Financial Holding Company are hereby amended as follows:

FIRST: The first sentence of Section A of Article 3 is hereby amended by deleting such sentence in its entirety, and inserting the following in lieu thereof.


The total number of shares of all classes of capital stock which the Corporation shall have the authority to issue is 41,000,000, consisting of 40,000,000 shares of common stock, par value \$0.01 per share (the "Common Stock") and 1,000,000 shares of preferred stock, par value \$0.01 per share (the "Preferred Stock").

SECOND: The foregoing amendment was adopted by the holders of all the outstanding shares of common stock, being the sole voting group entitled to vote on the amendment, as of January 10, 2011 and the number of votes cast for the amendment was sufficient for approval by the holders of common stock.

IN WITNESS WHEREOF, the undersigned has caused these Articles of Amendment to be executed and attested to by its duly authorized officers as of this 15th day of March, 2011.

LANDMARK FINANCIAL HOLDING COMPANY

By: _____


Thomas G. Quale, President

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 15th day of March, 2011, by Thomas G. Quale, as President of LandMark Financial Holding Company, on behalf of the Corporation.

Carol R. Bowman

Printed Name: CAROL R. BOWMAN

Personally Known ☒ or Produced Identification ☐

Type of Identification _____

