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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Name Charge  
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OFFICE OF FINANCIAL REGULATION

DON B. SAXON  
COMMISSIONER

March 1, 2005

FINANCIAL SERVICES  
COMMISSION

JEB BUSH  
GOVERNOR

TOM GALLAGHER  
CHIEF FINANCIAL OFFICER

CHARLIE CRIST  
ATTORNEY GENERAL

CHARLES BRONSON  
COMMISSIONER OF  
AGRICULTURE

Ms. Louise Flemming-Jackson  
Corporate Specialist Supervisor  
Florida Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Subject: Article Amendment -Community Bank of Marion County

Dear Ms. Flemming-Jackson:

Please file the enclosed amendment to the articles of incorporation of Community Bank of Marion County, Ocala, Florida, at your earliest convenience. The distribution of the certified copies should be made as follows:

- (1) Return one copy to: Division of Financial Institutions  
Office of Financial Regulation  
200 East Gaines Street  
Tallahassee, Florida 32399-0371
- (2) Mail one copy to: Mr. Hugh F. Dailey  
President and Chief Executive Officer  
Community Bank and Trust of Florida  
Post Office Box 1570  
Ocala, Florida 34478-1570

Also enclosed is a check for \$52.50 representing the filing and certified copy fees. If you have any questions, please do not hesitate to contact me.

Sincerely,

William A. Lott  
Financial Specialist  
Bureau of Bank Regulation

WAL:lbl

Enclosures (4)

FILED

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

2005 MAR -1 PM 12:52

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

COMMUNITY BANK OF MARION COUNTY

Pursuant to Section 607.1006, Florida Statutes, the Articles of Incorporation of Community Bank of Marion County are hereby amended as follows:

FIRST: Article I of the Articles of Incorporation is hereby amended by deleting the text thereof in its entirety and substituting the following in lieu thereof:

The name of the corporation shall be Community Bank and Trust of Florida and its place of business shall be at 1603 S.W. 19<sup>th</sup> Avenue, in the City of Ocala, in the County of Marion and State of Florida, 34474.

SECOND: The foregoing amendment was adopted by the holder of all the outstanding shares of common stock, being the sole voting group entitled to vote on the amendment, on January 10, 2005 and the number of votes cast for the amendment was sufficient for approval by the holder of common stock.

IN WITNESS WHEREOF, the undersigned has caused these Articles of Amendment to Articles of Incorporation to be executed and attested to by its duly authorized officer as of this 10<sup>th</sup> day of January, 2005.

COMMUNITY BANK OF MARION COUNTY

By: \_\_\_\_\_

Hugh F. Dailey  
President and Chief Executive Officer

STATE OF FLORIDA  
COUNTY OF MARION

The foregoing instrument was acknowledged before me this 10<sup>th</sup> day of January, 2005, by  
Hugh F. Dailey, as President and Chief Executive Officer of Community Bank of Marion County,  
a Florida banking corporation.



**Linda L. Davis**  
Commission # DD391795  
Expires February 5, 2009  
Bonded Troy Fain - Insurance, Inc. 800-385-7019

*Linda L. Davis*

Printed Name: LINDA L. DAVIS

Notary Public, State of Florida

Personally Known ☒ or Produced Identification ☐  
Type of Identification Produced \_\_\_\_\_

**APPROVAL**

Approved by the Florida Office of Financial Regulation this 28 day of FEBRUARY  
2005.

*Linda B. Charity*

Linda B. Charity, Director  
Division of Financial Institutions  
Office of Financial Regulation

Tallahassee, Florida

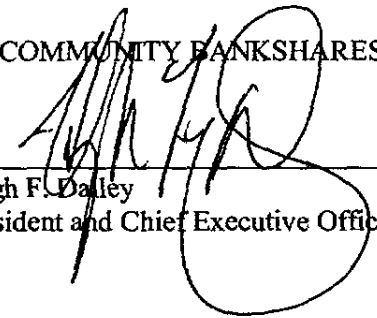
CONSENT OF SOLE SHAREHOLDER

The undersigned, Florida Community Bankshares, Inc. (the "Company") as the sole shareholder of Community Bank of Marion County ("Bank"), does hereby authorize, adopt and approve an Amendment to the Bank's Articles of Incorporation changing the name of the Bank to Community Bank and Trust of Florida

IN WITNESS WHEREOF, the undersigned has signed this Consent on behalf of the Company as of January 10, 2005.

FLORIDA COMMUNITY BANKSHARES, INC.

By: \_\_\_\_\_

  
Hugh F. Dalley  
President and Chief Executive Officer