

P98000028088

Inter-Office  
Communication

Comptroller of Florida  
Division of Banking

DATE: March 25, 1998

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

FROM: JAP John A. Pullen, Licensing and Chartering

SUBJECT: Formation of a Successor Institution, Highlands Independent  
Successor Bank, and Merger of the Successor Institution into  
Highlands Independent Bank

Please file the attached Articles of Incorporation (original and two  
copies) for Highlands Independent Successor Bank using April 1, 1998, as  
the effective date. Please distribute copies of the filed articles:

(1) One copy to: Division of Banking  
Office of Licensing and Chartering  
101 East Gaines Street  
Tallahassee, Florida 32399-0350

300002468709--8  
-03/25/98--01011--002  
\*\*\*\*367.50 \*\*\*\*140.00

(2) One copy to: John P. Greeley, Esquire  
Smith, Mackinnon, Greeley, Bowdoin & Edwards  
Post Office Box 2254  
Orlando, Florida 32802-2254

EFFECTIVE DATE

4-1-98

Please file the attached "Plan of Merger and Merger Agreement" (original  
and three copies) for the above-referenced institutions, using April 1,  
1998, as the effective date. Please distribute certified copies:

(1) One copy to: Division of Banking  
Office of Licensing and Chartering  
101 East Gaines Street  
Tallahassee, Florida 32399-0350

(2) One copy to: Federal Deposit Insurance Corporation  
Suite 1600, One Atlantic Center  
1201 West Peachtree Street, Northeast  
Atlanta, Georgia 30309-3449

(3) One copy to: John P. Greeley, Esquire  
Smith, Mackinnon, Greeley, Bowdoin & Edwards  
Post Office Box 2254  
Orlando, Florida 32802-2254

35.00 F.F.  
105.00 C.C.  
140.00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 MAR 25 AM 9:36

FILED

Also attached is a check, in the amount of \$367.50, which represents  
payment of the filing fees, charter tax and certified copies. If you have  
any questions, please call me at 414-8067.

JAP:bms

Attachments

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

DME  
3/26/98

**ARTICLES OF INCORPORATION  
OF  
HIGHLANDS INDEPENDENT SUCCESSOR BANK**

**FILED**  
98 MAR 25 AM 9:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as directors for the purpose of forming a corporation under and by virtue of the laws of the State of Florida, adopts the following Articles of Incorporation:

**ARTICLE I**

**EFFECTIVE DATE**

4-1-98

The name of the corporation shall be Highlands Independent Successor Bank and its initial place of business shall be at 2600 U.S. Highway 27 North, in the City of Sebring, County of Highlands and the State of Florida.

**ARTICLE II**

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

**ARTICLE III**

Section 1. The total number of shares authorized to be issued by the corporation shall be 100, the par value of which shall be \$1.00.

Section 2. The corporation shall begin business with at least \$1.00 in paid-in capital stock to be divided into one share of the par value of \$1.00, which shall be paid in cash. The corporation will not begin business with any surplus or undivided profits.

**ARTICLE IV**

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

## ARTICLE V


The number of directors shall not be fewer than ten (10). The names and street addresses of the first directors of the corporation are:


<u>NAME</u>	<u>STREET ADDRESS</u>
Robert J. Barben	Post Office Box 1056, Avon Park, FL 33825
James O. Crawford	702 9th Avenue, Sebring, FL 33872
Robert C. Crews	Post Office Box 1117, Avon Park, FL 33825
Joe L. Davis	Post Office Box 1149, Wauchula, FL 33873
Edward O. Koch, Jr.	1908 DeLeon Place, Sebring, FL 33870
Kye C. Pahk	4017 Lafayette Avenue, Sebring, FL 33872
Charles R. Schumacher	1901 DeSoto Place, Sebring, FL 33870
Charles L. Shackelford	Post Office Box 1420, Wauchula, FL 33873
C. Wayne Taylor	814 N.W. Lakeview Drive, Sebring, FL 33870
Thomas S. Watkins	Post Office Box 1355, Avon Park, FL 33825

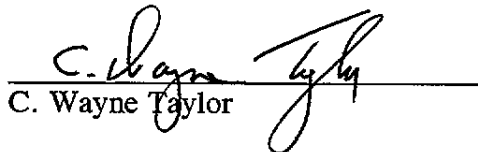
IN WITNESS WHEREOF, the undersigned directors have executed these Articles of Incorporation this \_\_\_\_\_ day of \_\_\_\_\_, 1997.

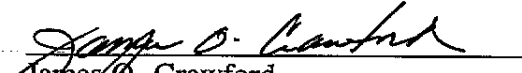
  
Robert J. Barben

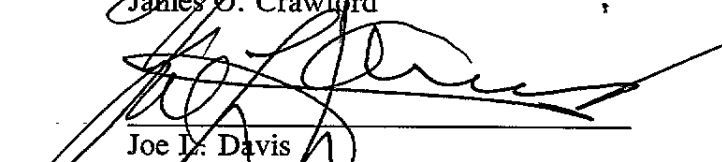
  
Robert C. Crews

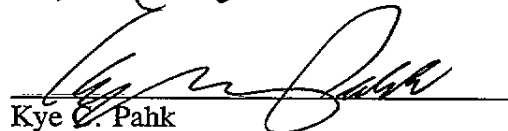
  
Edward O. Koch, Jr.

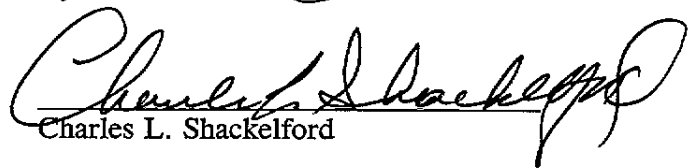
  
Charles R. Schumacher

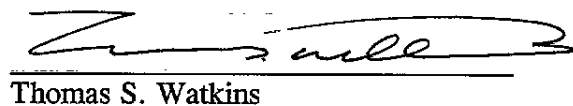
  
C. Wayne Taylor

  
James O. Crawford

  
Joe L. Davis

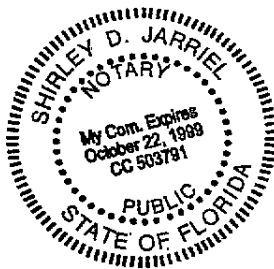
  
Kye C. Pahk

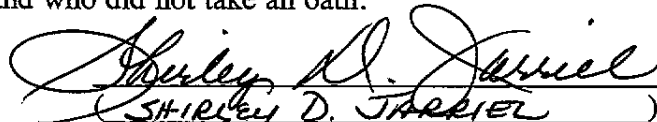
  
Charles L. Shackelford

  
Thomas S. Watkins

STATE OF FLORIDA )  
 ) SS:  
COUNTY OF HIGHLANDS )

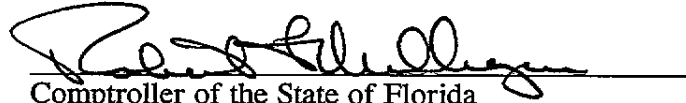
The foregoing instrument was acknowledged before me this 17<sup>th</sup> day of November, by Robert J. Barben, James O. Crawford, Robert C. Crews, Joe L. Davis, Edward O. Koch, Jr., Kye C. Pahk, Charles R. Schumacher, Charles L. Shackelford, C. Wayne Taylor, and Thomas S. Watkins, who are personally known to me and who did not take an oath.



  
SHIRLEY D. JARRIEL  
Notary Public, State of Florida  
My Commission Expires: 10-22-99

Approved by the Department of Banking and Finance this 20th day of  
March, 1998.

Tallahassee, Florida



Comptroller of the State of Florida  
and Head of the Department of Banking  
and Finance

**FILED**  
98 MAR 25 AM 9:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA