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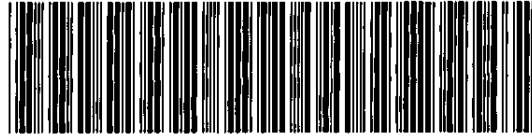
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Amend
There is
7-22-11

SMITH MACKINNON, PA

ATTORNEYS AT LAW

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JOHN P. GREELEY

July 21, 2011

Via Federal Express

Department of State
Attention: Karon Beyer
Division of Corporations
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Articles of Amendment to the Articles of Incorporation of CNLBancshares, Inc.,
Orlando, Florida

Dear Karon:

Enclosed are three manually signed originals of an amendment to the Articles of Incorporation of CNLBancshares, Inc., accompanied by a check in the amount of \$43.75 payable to the Florida Secretary of State for the filing fee.

I would appreciate it if you would file the Articles of Amendment at your earliest convenience and return a certified copy of the filed Articles of Amendment to us.

If you have any questions regarding the enclosed, please do not hesitate to call me at your convenience. As always, we appreciate your assistance.

Very truly yours,


John P. Greeley

JPG:erw

Enclosures

Copy to: C. Michael Collins
Chief Executive Officer
CNLBancshares

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION OF
CNLBANCSHARES, INC.
(Pursuant to Section 607.1006 of the
Florida Business Corporation Act)**

**FILED
11 JUL 22 AM 11:40
SECRETARY OF STATE
TALLAHASSEE FLORIDA**

CNLBancshares, Inc., a corporation organized and existing under the laws of the State of Florida (the "Corporation"), in accordance with the provisions of Section 607.1006 of the Florida Business Corporation Act (the "Act"), does hereby amend its Articles of Incorporation as follows:

The par value of the shares of Class C Non-Cumulative Perpetual Preferred Stock shall be \$1.00 per share.

CERTIFICATE

The undersigned, being the duly elected and incumbent Chief Executive Officer of CNLBancshares, Inc. (the "Corporation"), a corporation organized under the laws of the State of Florida, does hereby certify that the foregoing Articles of Amendment were duly adopted by the Board of Directors on April 19, 2011 and shareholder action as to the foregoing Articles of Amendment was not required.

IN WITNESS WHEREOF, the undersigned has hereunto affixed his signature this 18th day of July, 2011.

CNLBANCSHARES, INC.

By: 

C. Michael Collins

As its: Chief Executive Officer