P98000067678

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ATTORNEYS AT LAW

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(941) 465-1551
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PLEASE REPLY TO:
LAKE PLACID INTERLAKE ☒
LAKE PLACID CENTRAL ☐
SEBRING OFFICE ☐

June 18, 1998

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-06/23/98--01048--002
****122.50 ****122.50

State of Florida
Department of State
Corporate Division
409 E. Gaines Street
Tallahassee, Florida 32301

Re: Heartland ~~Bancshares~~ Investors, Inc., a Florida corporation

Gentlemen:

Enclosed is an original and one copy of the Articles of Incorporation for the above corporation. Please file the original in your offices and certify and return one copy to me.

I am enclosing my office check in the amount of $122.50, covering:

Filing fee	$ 35.00
Certificate designating registered agent	$ 35.00
Certified copy	$ 52.50
Check enclosed	$ 122.50

FILED
98 AUG -3 AM 7:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED AND FILED

If you have any questions, please do not hesitate to call.

Cordially,

Bert J. Harris, III

Bert J. Harris, III

lw
enclosures - as stated

W98-14545
00511

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 25, 1998

BERT J. HARRIS, III
212 INTERLAKE BOULEVARD
LAKE PLACID, FL 33852

SUBJECT: HEARTLAND BANCSHARES, INC.
Ref. Number: W98000014545

We have received your document for HEARTLAND BANCSHARES, INC. and your check(s) totaling $122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Written approval and clearance of the terms BANK, BANKER, BANC, BANKING, TRUST COMPANY, BANCSHARES, SAVINGS & LOAN ASSOCIATION, SAVINGS BANK, or CREDIT UNION must be obtained from the Division of Banking and Finance, pursuant to section 655.922(2a), Florida Statutes.The address is:

Division of Banking
Director's Office
101 E. Gaines St.
Fletcher Bldg., 6th Floor.
Tallahassee, FL 32399-0350
(850) 488-1111.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6925.

Barbara Brock
Document Specialist

Letter Number: 398A00034830

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(941) 465-2811
FAX: (941) 465-6999
E-MAIL lplaw@ct.net

PLEASE REPLY TO:
LAKE PLACID ☒
SEBRING ☐

June 18, 1998

State of Florida
Department of State
Corporate Division
409 E. Gaines Street
Tallahassee, Florida 32301

Atten: Barbara Brock
Document Specialist

Re: Heartland Investors, Inc.., a Florida corporation
Letter Number 398A00034830

Dear Ms. Brock:

Pursuant to your letter of 25 June 1998, please find enclosed an original and one copy of the Articles of Incorporation for the above corporation. Please file the original in your offices and certify and return one copy to me.

However, we would like to reserve name of Heartland Bancshares, Inc., if possible.

If you have any questions, please do not hesitate to call.

Cordially,

Bert J. Harris, III

lw
enclosures - as stated

APPROVED
AND
FILED

98 AUG -3 AM 7:45

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

HEARTLAND INVESTORS, INC., a Florida corporation

The undersigned subscriber to these Articles of Incorporation, for the purpose of forming a corporation under the laws of the State of Florida, hereby adopt the following Articles of Incorporation.

ARTICLE I. NAME

The name of this corporation is HEARTLAND INVESTORS, INC., a Florida corporation

ARTICLE II. NATURE OF BUSINESS

The general nature of the business to be transacted is:

(a) To acquire, develop, own and sell real estate, and to operate a commercial investing business.

(b) To engage in every aspect and phase of investing and reinvesting in real, tangible and intangible property.

(c) To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services, of every class, kind, and description; except that it is not to conduct a banking, safe deposit, trust, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, cooperative association, fraternal benefit society, state fair or exposition.

(d) To conduct business, have one or more offices, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses, in the State of Florida and in all other states and countries.

(e) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

(f) To purchase the corporate assets of any other corporation and engage in the same or other character of business.

(g) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

(h) The foregoing clauses shall be construed both as purposes and powers; and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of the corporation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having a par value of $-0- per share. The consideration to be paid for each share shall be as fixed by the board of directors, and may take the form of services rendered, cash, property, or any other form deemed satisfactory by the board of directors.

ARTICLE IV. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V. ADDRESS

The street address of the principal and initial registered office of the corporation in the State of Florida is 325 Central Avenue, Lake Placid, Florida 33852. The board of directors may from time to time move the principal office to any other address in Florida, and may establish branch offices in such other place or places as may be designated by the board of directors.

ARTICLE VI. DIRECTORS

This corporation shall have one (1) director, initially. The number of directors may be increased or diminished from time to time, by bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. DIRECTORS' POWERS

The board of directors shall have the power to fix or change salaries of the directors and officers, to restrict the transfer of stock by stockholders, to indemnify directors and officers against liability for their good faith acts and omissions, to permit contracts or other transactions between the corporation and one or more of its directors individually or businesses in which one or more of its directors are interested, and to exercise such other powers of the corporation as are not inconsistent with these articles or with any by-laws that may be adopted by the stockholders.

ARTICLE VIII. ORIGINAL DIRECTORS

The name and address of the members of the first board of directors are:

Name	Address
James C. Clinard	Post Office Box 581 Lake Placid, Florida 33862

ARTICLE IX. SUBSCRIBER

The name and street address of the subscriber to these articles of incorporation is:

Name	Address
James C. Clinard	Post Office Box 581 Lake Placid, Florida 33862

The subscriber of these Articles of Incorporation hereby assign to this corporation his rights under Section 607, Florida Statutes, to constitute a corporation, and he hereby assigns to those persons designated by the board of directors any rights they may have as subscribers to acquire any of the capital stock of this corporation, these assignments becoming effective when these articles of incorporation have been filed with and approved by the Secretary of State of Florida, and the filing fee and filing tax paid to that official.

ARTICLE X. AMENDMENTS

The corporation reserves the right to amend, alter, change or repeal any provision contained in these articles of incorporation in the manner now or hereafter prescribed by law, and all rights conferred on stockholders herein are granted and subject to this reservation. Each amendment submitted to the stockholders for approval must be approved at a stockholders' meeting by a majority of the stock entitled to vote thereon.

ARTICLE XI. REGISTERED OFFICE AND REGISTERED AGENT

The corporation hereby designates as its registered office, 325 Central Avenue, Lake Placid, Florida 33852, and as its registered agent, Bert J. Harris, III, who is located at the same address for service of process.

IN WITNESS WHEREOF, the undersigned subscriber, has hereunto set his hand and seal this 31st day of July, 1998, for the purpose of forming this corporation under the laws of the State of Florida, and he hereby makes and files in the office of the Secretary of State of the State of Florida, these articles of incorporation, and certify that the facts stated are true.

Jim A Clinard

JAMES C. CLINARD
Subscriber

STATE OF FLORIDA
COUNTY OF HIGHLANDS

THE FOREGOING instrument was acknowledged before me this 31st day of July, 1998, by JAMES C. CLINARD who is personally known to me to be the person described as subscriber in and who executed the foregoing Articles of Incorporation and acknowledged before me that he subscribed to these Articles of Incorporation.

Lynn Wudtke

Notary Public, State of Florida
at Large
(affix notarial seal)

LYNN WUDTKE
MY COMMISSION # CC 570846
EXPIRES: November 17, 2000
Bonded Thru Notary Public Underwriters

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said act relative to keeping open said office.

BERT J. HARRIS, III
Registered Agent

APPROVED
AND
FILED
99 AUG -3 AM 7:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA