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Certificate of Surrender

8-26-2003



ATTORNEYS AND COUNSELLORS AT LAW

ROD JONES riones@shutts-law.com Phone: 407-835-6906 Fax: 407-849-7206

August 25, 2003

VIA FEDERAL EXPRESS

Ms. Karon Beyer Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399

> Southern Community Bank, Atlantic; Document No. P98000073012; Re: Certificate of Surrender of State Charter

Dear Ms. Beyer:

As discussed in our recent telephone conversation, enclosed is the Certificate of Surrender of State Charter of Southern Community Bank, Atlantic, formerly known as Peninsula Bank of Central Florida, which was merged with and into Trustmark National Bank, Jackson, Mississippi, on August 22, 2003, immediately following the transfer of substantially all of the assets of Southern Community Bank, Atlantic, and all of its liabilities, to Southern Community Bank, Orlando, Florida, Document No. P98000066971, in a purchase and assumption transaction. Also enclosed is Shutts & Bowen's check payable to the Department of State in the amount of \$52.50, to cover the cost of filing the Certificate and the return of two certified copies.

Thank you for your assistance in this regard. Should you have questions concerning any aspect of the foregoing or the enclosures, please do not hesitate to call me.

Enclosures

Mr. Bruce Ricca

Mr. Thomas H. Dargan, Jr.

Granville Tate, Jr., Esq.

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300 SOUTH ORANGE AVENUE, SUITE 1000 . P.O. BOX 4956 . ORLANDO, FLORIDA 32802-4956 . TELEPHONE; (407) 423-3200 . FAX: (407) 425-8316 . www.shutts-law.com

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FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

Certificate of Surrender of State Charter

Southern Community Bank, Atlantic

This is to certify that Southern Community Bank, Atlantic, Certificate Number 1048, Corporate Document Number P98000073012, the main office of which was formerly located at 444 Seabreeze Boulevard, Suite 100, Daytona Beach, Florida 32118 ("Southern Atlantic"), has been merged with and into Trustmark National Bank, a national banking association. As a consequence of the merger, Southern Atlantic hereby surrenders its charter as a state-chartered financial institution and Florida corporation. The merger was effective on August 22, 2003, immediately following the consummation of the transactions contemplated by that certain Purchase and Assumption Agreement dated as of April 18, 2003, between Southern Community Bank, Orlando, Florida ("Southern Orlando"), and Southern Atlantic, pursuant to which Southern Orlando purchased substantially all of the assets of Southern Atlantic and assumed all of the liabilities of Southern Atlantic.

This Certificate has been signed by a duly authorized officer of Southern Atlantic as of this 22nd day of August, 2003.

Southern Community Bank, Atlantic

Chief Executive Officer

FILING FEE \$35.00

Division of Corporations * P.O. Box 6327 * Tallahassee, Florida 32314