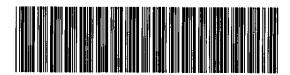
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TILEV 2006 DEC 22 PM 2: 23 SECRETARY OF STATE

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DEPARTMENT OF STATE

DIVISION OF CORPORATION

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FLORIDA DEPARTMENT OF STATE Division of Corporations

December 21, 2006

Richard Pearlman Igler & Dougherty 2457 Care Drive Tallahassee, FL

SUBJECT: BANCSHARES OF FLORIDA, INC.

Ref. Number: P98000080697

We have received your document for BANCSHARES OF FLORIDA, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Written approval and clearance of the words BANK, BANC, BANCO, BANQUE, BANKER, BANKING, TRUST COMPANY, SAVINGS AND LOAN ASSOCIATION, SAVINGS BANK or CREDIT UNION, or words of similar import in any context or any manner must be obtained from the Office of Financial Regulation, pursuant to section 655.922(2a), Florida Statutes.

Enclosed is a "Corporate Name Approval Request" form to be completed and sent to the address indicated on the form. If the proposed name is approved by the Office of Financial Regulation, resubmit the document and the approval letter to the Division of Corporations for filing.

If you have any questions concerning the filing of your document, please call (850) 245-6907.

Annette Ramsey Document Specialist Letter Number: 406A00072193



OFFICE OF FINANCIAL REGULATION

FINANCIAL SERVICES COMMISSION

JEB BUSH GOVERNOR

TOM GALLAGHER CHIEF FINANCIAL OFFICER

> CHARLIE CRIST ATTORNEY GENERAL

CHARLES BRONSON COMMISSIONER OF AGRICULTURE

December 22, 2006

Richard Pearlman, Esquire Igler & Dougherty, PA 2457 Care Drive Tallahassee, Florida 32301

Re: Bank of Florida Corporation

Dear Mr. Pearlman:

DON B. SAXON

COMMISSIONER

Reference is made to your recent letter/fax requesting approval of the above-referenced name which will be a name change for Bancshares of Florida, Inc., the bank holding company for Bank of Florida - Southwest, Naples, Florida.

Section 655.922, Florida Statutes, exempts a financial institution, holding company or its subsidiaries from the prohibition of using the word "bank," "banc," "banque," "banker," "banking," "trust company," "savings and loan association," "savings bank," or "credit union" in its corporate name.

This Office will not object to the use of the above referenced name change being registered to transact business in the state of Florida.

Sincerely,

Linda B. Charity

Director

LBC:ker

cc: Karon Beyer, Chief, Bureau of Commercial Recordings, Division of Corporations,
Department of State

ARTICLE OF AMENDMENT

FILED

RESTATED ARTICLES OF INCORPORATION 2006 DEC 22 PM 2: 23

BANCSHARES OF FLORIDA, INC.

SECRETARY OF STATE Pursuant to the provisions of Section 607.1002 and 607.1006, Florida Statutes, Bancs Pales of Florida, Inc. adopts the following Article of Amendment to its Restated Articles of Incorporation:

Amendment adopted:

Article I of the Restated Articles of Incorporation of Bancshares of Florida, Inc. is hereby amended as follows:

The name of the corporation is "Bank of Florida Corporation."

The foregoing Amendment was adopted by affirmative vote of a sufficient number of the single class of shareholders of Bancshares of Florida, Inc. at a Special Meeting of Shareholders held on December 20, 2006.

IN WITNESS WHEREOF, the undersigned authorized officer of the Corporation executed this Article of Amendment on this 20th day of December, 2006.

BANCSHARES OF FLORIDA, INC.

President and Chief Executive Officer