

PG80000 98056

Inter-Office  
Communication

Comptroller of Florida  
Division of Banking

DATE: November 20, 1998

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

FROM: Bruce Ricca, Licensing and Chartering

SUBJ: **FLORIDA CITIZENS BANK**  
Ocala, Marion County  
(Approved New Bank)

000002693270--7  
-11/23/98--01020--001  
\*\*\*\*\*78.75 \*\*\*\*\*61.25

Please file the attached Articles of Incorporation for the above-referenced bank,  
using **TODAY'S DATE**, as the effective date.

Please make the following distribution of certified copies:

- (1) One copy to: Division of Banking  
Office of Licensing and Chartering  
101 East Gaines Street, Suite 636
- (2) One copy to: Mr. A. George Igler  
Igler & Dougherty  
1501 Park Avenue East  
Tallahassee, Florida 32301
- (3) One Copy to: Federal Deposit Insurance Corporation  
One Atlantic Center, Suite 1600  
1201 West Peachtree Street, N.E.  
Atlanta, Georgia 30309-3449

FILED  
98 NOV 20 AM 9:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The attached is a check which represents payment of the filing fees, charter tax  
and certified copies. If you have any questions, please call 410-9528.

BR.articles

cc: Bureau of Financial Institutions - District I

original

**ARTICLES OF INCORPORATION  
OF  
FLORIDA CITIZENS BANK**

**FILED**  
98 NOV 20 AM 9:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as director(s) for the purpose of forming a corporation under and by virtue of the Laws of the State of Florida, adopt(s) the following Articles of Incorporation.

**ARTICLE I**

The name of the corporation shall be Florida Citizens Bank ("Corporation") and its initial place of business shall be at 720 South Pine Avenue, in the City of Ocala, in the County of Marion and in the State of Florida.

**ARTICLE II**

The general nature of the business to be transacted by the Corporation shall be that of a general commercial banking business with all the rights, powers, and privileges granted and conferred by the Florida Financial Institutions Codes, regulating the organization, powers, and management of banking corporations.

**ARTICLE III**

The total number of shares authorized to be issued by the Corporation shall be 1.0 million shares of common stock. Such shares shall be of a single class and shall have a par value of \$5.00 per share. The Corporation shall begin business with at least \$2,650,000 in paid-in common capital stock to be divided into 530,000 shares of common stock. The amount of surplus with which the Corporation will begin business will be not less than \$1,500,000 and the amount of undivided profits, not less than \$850,000, all of which (capital stock, surplus, and undivided profits) shall be paid in cash.

**ARTICLE IV**

The term for which the Corporation shall exist shall be perpetual, unless terminated pursuant to the Florida Financial Institutions Codes.

**ARTICLE V**

The number of directors shall not be fewer than five (5). A majority of the full board of directors may, at any time during the year following the annual meeting of shareholders, increase the number of directors by not more than two and appoint persons to fill resulting vacancies. The names and street addresses of the first directors of the Corporation are:

<u>Name</u>	<u>Street Address</u>
John C. Bovay	6305 S.W. 103rd Street Gainesville, FL 32608
Deborah J. Butler	2306 S.W. 13th Street Gainesville, FL 32608
George T. Crawford	2310 S.E. 8th Street Ocala, FL 34471
Joseph W. Davis	1401 N.W. 60th Street Gainesville, FL 32605
Jonathan S. Dean	14035 N.W. CR 464-B Morriston, FL 32668
Larry T. Ellis	5400 N.W. 39 Avenue #M103 Gainesville, FL 32614
Carroll E. Lewis	6800 S.W. 18th Terrace Road Ocala, FL 34476
James S. Quincey	1934 N.W. 32nd Terrace Gainesville, FL 32605
Benny L. Walker	2725 N.W. 52nd Place Gainesville, FL 32605
Carl F. Walls	6401 S.W. 35th Way Gainesville, FL 32608
Michael E. Warren	7201 N.W. 28th Avenue Gainesville, FL 32608

In witness of the foregoing, the undersigned director(s) have executed these Articles of Incorporation this 4th day of August, A.D. 1998.

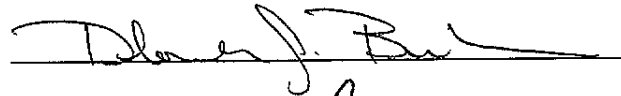
Name

Signature

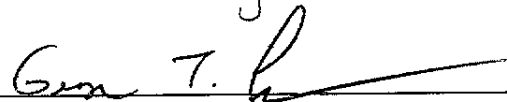
John C. Bovay



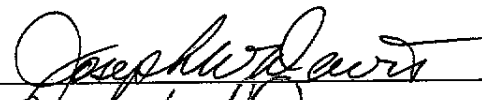
Deborah J. Butler



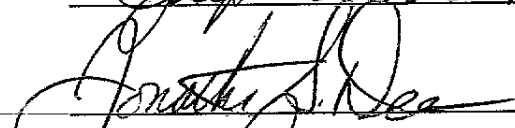
George T. Crawford



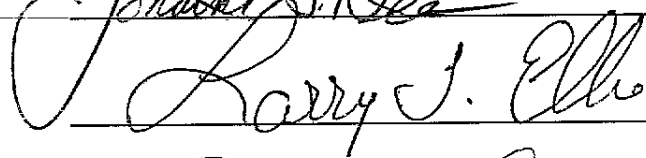
Joseph W. Davis



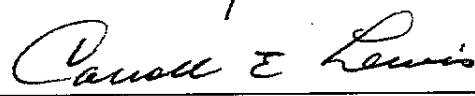
Jonathan S. Dean



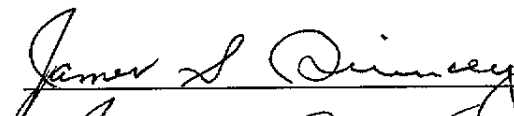
Larry T. Ellis



Carroll E. Lewis



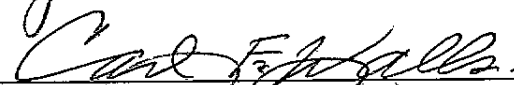
James S. Quincey



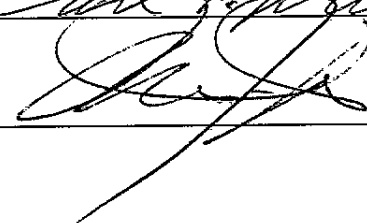
Benny L. Walker



Carl F. Walls



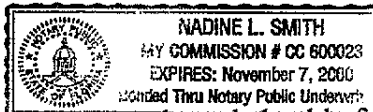
Michael E. Warren



STATE OF FLORIDA                     )  
   )  
COUNTY OF MARION                     )

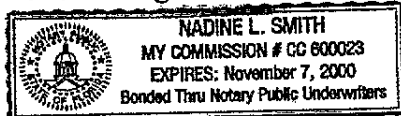
The foregoing instrument was acknowledged before me this 4th day of August, 1998 by John C. Bovay (is personally known to me) or who has produced \_\_\_\_\_ as identification and who did/did not take an oath.

Nadine L. Smith  
Notary Public - State of Florida at Large  
My Commission Expires:



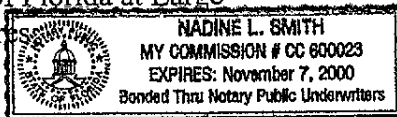
The foregoing instrument was acknowledged before me this 4th day of August, 1998 by Deborah J. Butler (is personally known to me) or who has produced \_\_\_\_\_ as identification and who did/did not take an oath.

Nadine L. Smith  
Notary Public - State of Florida at Large  
My Commission Expires:



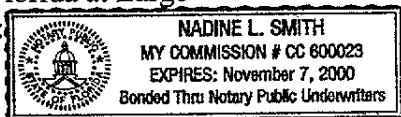
The foregoing instrument was acknowledged before me this 4th day of August, 1998 by George T. Crawford (is personally known to me) or who has produced \_\_\_\_\_ as identification and who did/did not take an oath.

Nadine L. Smith  
Notary Public - State of Florida at Large  
My Commission Expires:



The foregoing instrument was acknowledged before me this 4th day of August, 1998 by Joseph W. Davis (is personally known to me) or who has produced \_\_\_\_\_ as identification and who did/did not take an oath.

Nadine L. Smith  
Notary Public - State of Florida at Large  
My Commission Expires:

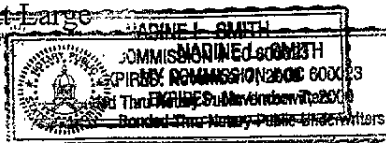


The foregoing instrument was acknowledged before me this 4th day of August, 1998 by Jonathan S. Dean is personally known to me or who has produced \_\_\_\_\_ as identification and who did/did not take an oath.

*Nadine L. Smith*

Notary Public - State of Florida at Large

My Commission Expires:

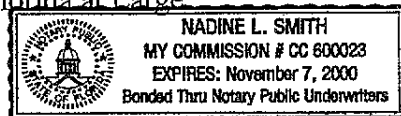


The foregoing instrument was acknowledged before me this 4th day of August, 1998 by Larry T. Ellis is personally known to me or who has produced \_\_\_\_\_ as identification and who did/did not take an oath.

*Nadine L. Smith*

Notary Public - State of Florida at Large

My Commission Expires:

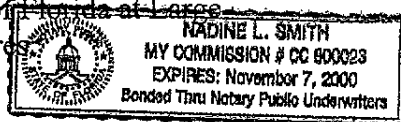


The foregoing instrument was acknowledged before me this 4th day of August, 1998 by Carroll E. Lewis is personally known to me or who has produced \_\_\_\_\_ as identification and who did/did not take an oath.

*Nadine L. Smith*

Notary Public - State of Florida at Large

My Commission Expires:

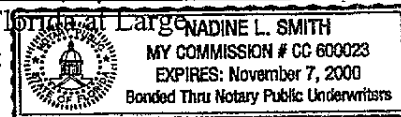


The foregoing instrument was acknowledged before me this 4th day of August, 1998 by James S. Quincey is personally known to me or who has produced \_\_\_\_\_ as identification and who did/did not take an oath.

*Nadine L. Smith*

Notary Public - State of Florida at Large

My Commission Expires:



The foregoing instrument was acknowledged before me this 4th day of August, 1998 by Benny L. Walker is personally known to me or who has produced \_\_\_\_\_ as identification and who did/did not take an oath.

*Nadine L. Smith*

Notary Public - State of Florida at Large NADINE L. SMITH  
My Commission Expires: MY COMMISSION # CC 600023  
EXPIRES: November 7, 2000  
Bonded Thru Notary Public Underwriters

The foregoing instrument was acknowledged before me this 4th day of August, 1998 by Carl F. Walls is personally known to me or who has produced \_\_\_\_\_ as identification and who did/did not take an oath.

*Nadine L. Smith*

Notary Public - State of Florida at Large NADINE L. SMITH  
My Commission Expires: MY COMMISSION # CC 600023  
EXPIRES: November 7, 2000  
Bonded Thru Notary Public Underwriters

The foregoing instrument was acknowledged before me this 4th day of August, 1998 by Michael E. Warren is personally known to me or who has produced \_\_\_\_\_ as identification and who did/did not take an oath.

*Nadine L. Smith*

Notary Public - State of Florida at Large NADINE L. SMITH  
My Commission Expires: MY COMMISSION # CC 600023  
EXPIRES: November 7, 2000  
Bonded Thru Notary Public Underwriters

Approved by the Department of Banking and Financing this 19<sup>TH</sup> day of NOVEMBER, 1998.

Tallahassee, Florida

*Robert F. Milligan*

Robert F. Milligan  
Comptroller of the State of Florida  
and Head of the Department of Banking and Finance

FILED  
98 NOV 20 AM 9:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA