

P98000106998

Inter-Office
Communication

Comptroller of Florida
Division of Banking

DATE: December 24, 1998

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

FROM: Bruce Ricca, Licensing and Chartering

SUBJ: **FIRST COMMUNITY BANK OF SOUTHWEST FLORIDA**
Fort Myers, Lee County
(Approved New Bank)

100002722741--1
-12/28/98-01004-006
****140.00 *****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. Chip Black, President & CEO
First Community Bank of Southwest Florida
13515 Bell Tower Drive, Suite 301
Fort Myers, Florida 33907
- (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 DEC 24 AM 9:19
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 II

overpayment
78.75

Dmc
12/28/98

RECEIVED
CONTROLLER'S OFFICE

Division of Banking
Bureau of Licensing & Chartering
F/U _____ FILE _____ DOGI _____

98 DEC 15 PM 1:10

ARTICLES OF INCORPORATION

DEC 17 1998

CASHIER'S OFFICE

FIRST COMMUNITY BANK OF SOUTHWEST FLORIDA _____ CY _____

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

FILED
98 DEC 24 AM 9:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation shall be First Community Bank of Southwest Florida and its initial place of business shall be located at 1565 Red Cedar Drive in the City of Fort Myers, in the County of Lee and the State of Florida.

ARTICLE II

The general nature of the business to be transacted by this 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 2,000,000. 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. The amount of surplus with which the corporation will begin business will be not less than \$1,350,000 and the amount of undivided profits not less than \$1,000,000, all of which (capital stock, surplus, and undivided profits) shall be paid in cash.

ARTICLE IV

The term for which said 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 years following the annual meeting of shareholders in which such action has been authorized, 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>
Robert F. Anderson	4989 Joewood Drive, Sanibel, FL 33957
Edward H. Black	9003 Mockingbird Drive, Sanibel, FL 33957
William O. Branch	5260 S. Landings Drive, Unit #1709, Fort Myers, FL 33919
James E. Courtney	1779 Venus Drive, Sanibel, FL 33957
Paul E. Malbon	16340 Willowcrest Way, Fort Myers, FL 33908
Gerard A. McHale, Jr.	4830 Laurel Lane, Fort Myers, FL 33908
John R. Opel	5063 Joewood Drive, Sanibel, FL 33957
Gene R. Solomon	6747 Danah Court, Fort Myers, FL 33908
Gary V. Trippe	1275 Kasamada Drive, Fort Myers, FL 33919

RECEIVED

CONTROLLER'S OFFICE

ARTICLES OF INCORPORATION
FIRST COMMUNITY BANK OF SW FLORIDA
Page No. 12

In witness of the foregoing, the undersigned directors have executed these Articles of Incorporation this 9th day of December, A.D. 1998.

Name

Street Address

Robert F. Anderson
Robert F. Anderson

4989 Joewood Drive
Sanibel, FL 33957

Edward H. Black
Edward H. Black

9003 Mockingbird Drive
Sanibel, FL 33957

William O. Branch
William O. Branch

5260 S. Landings Drive, Unit #1709
Fort Myers, FL 33919

James E. Courtney
James E. Courtney

1779 Venus Drive
Sanibel, FL 33957

Paul E. Malbon
Paul E. Malbon

16340 Willowcrest Way
Fort Myers, FL 33908

Gerard A. McHale, Jr.
Gerard A. McHale, Jr.

4830 Laurel Lane
Fort Myers, FL 33908

John R. Opel
John R. Opel

5063 Joewood Drive
Sanibel, FL 33957

Gene R. Solomon
Gene R. Solomon

6747 Danah Court
Fort Myers, FL 33908

Gary V. Trippe
Gary V. Trippe

1275 Kasamada Drive
Fort Myers, FL 33919

STATE OF: FLORIDA
COUNTY OF: LEE

The foregoing instrument was acknowledged before this 9th day of December,
A.D. 1998, by the foregoing individuals, who are personally known to me and who did take an
oath.



Carol A. Murolo
Printed Name: CAROL A. MUROLO

Notary Public – State of Florida

My Commission Expires: 7-12-2002

Approved by the Department of Banking and Finance this 23RD day of DECEMBER,
A.D. 1998.

Tallahassee, Florida

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

FILED
98 DEC 24 AM 9:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In witness of the foregoing, the undersigned directors have executed these Articles of Incorporation this 7th day of December, A.D. 1998.

Name

Street Address

Robert F. Anderson

4989 Joewood Drive
Sanibel, FL 33957

Edward H. Black

9003 Mockingbird Drive
Sanibel, FL 33957

William O. Branch

5260 S. Landings Drive, Unit #1709
Fort Myers, FL 33919

James E. Courtney

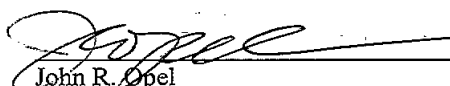
1779 Venus Drive
Sanibel, FL 33957

Paul E. Malbon

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Fort Myers, FL 33908

Gerard A. McHale, Jr.

4830 Laurel Lane
Fort Myers, FL 33908


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5063 Joewood Drive
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Gene R. Solomon

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Fort Myers, FL 33908

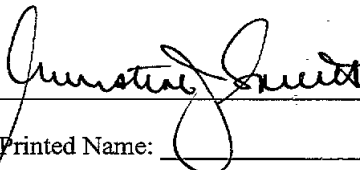
Gary V. Trippe

1275 Kasamada Drive
Fort Myers, FL 33919

STATE OF: ~~FLORIDA~~ NEW YORK
COUNTY OF: ~~LEE~~ NEW YORK

The foregoing instrument was acknowledged before this 7th day of DECEMBER
A.D. 1998, by the foregoing individuals, who are personally known to me and who did take an
oath.

CHRISTINE J. SMITH
Notary Public, State of New York
No. 31-4753098
Qualified in New York County
Commission Expires 12-31-99

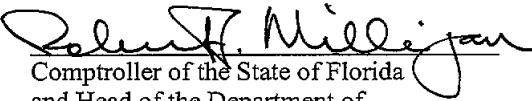

Printed Name: _____

Notary Public – State of Florida

My Commission Expires: _____

Approved by the Department of Banking and Finance this 23RD day of DECEMBER,
A.D. 1998.

Tallahassee, Florida


Comptroller of the State of Florida
and Head of the Department of
Banking and Finance