

P99000004094

Inter-Office
Communication

Comptroller of Florida
Division of Banking

DATE: January 14, 1999

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

FROM: Bruce Ricca, Licensing and Chartering

SUBJ: **MILLENNIUM BANK**
Gainesville, Alachua County
(Approved New Bank)

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. Andrew Williams
Millennium Bank
5200 West Newberry Road, Suite E-7
Gainesville, Florida 32607
- (3) One Copy to: Federal Deposit Insurance Corporation
One Atlantic Center, Suite 1600
1201 West Peachtree Street, N.E.
Atlanta, Georgia 30309-3449

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*****96.25 *****61.25

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

Dmc
1/14/99

99 JAN 13 AM 8:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

**ARTICLES OF INCORPORATION
OF
MILLENNIUM BANK**

FILED
99 JAN 13 AM 8:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

ARTICLE I

The name of the corporation shall be *MILLENNIUM BANK* and its initial place of business shall be at 4340 W. Newberry Road in the City of Gainesville, in the County of Alachua, and 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 organizations, powers, and management of banking corporations.

ARTICLE III

The total number of shares authorized to be issued by the corporation shall be Two Million (2,000,000). Such shares shall be of a single class and shall have a par value of Five and No/100 Dollars (\$5.00) per share. The corporation shall begin business with at least Two Million Two Hundred Thousand and No/100 Dollars (\$2,200,000.00) in paid-in common capital stock to be divided into Four Hundred Forty Thousand (440,000) shares. The amount of surplus with which the corporation will begin business will be not less than One Million Two Hundred Fifty Thousand and No/100 Dollars (\$1,250,000.00) and the amount of undivided profits, not less than Six Hundred Fifty Thousand and No/100 Dollars (\$650,000.00) all of which (capital

stock, surplus, and undivided profits) shall be paid in cash.

Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the subscription price offered to the general public, a pro rata portion of any stock of any class the corporation may issue or sell.

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 (2) 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>
G. Andrew Williams	4340 W. Newberry Road Gainesville, FL 32607
Brent G. Siegel	4046 Newberry Road Gainesville, FL 32607
Carol R. Bosshardt	5542 NW 43rd Street Gainesville, FL 32653
Harry H. Daugherty	3010 NE Waldo Road Gainesville, FL 32609
Perry C. McGriff, Jr.	1120 NW 13th Street Gainesville, FL 32609
Larry N. Smith	7019 NW 11th Place Gainesville, FL 32605

Michael J. Diaz

1505 SW 143rd Street
Gainesville, FL 32606

Barry P. Bullard

150 NW 75th Drive
Gainesville, FL 32607

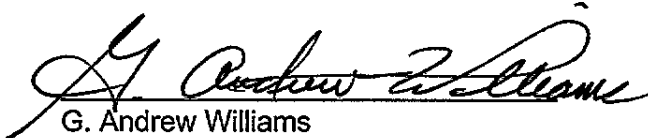
Robert O. Dale

222 NE 1st Street
Gainesville, FL 32601

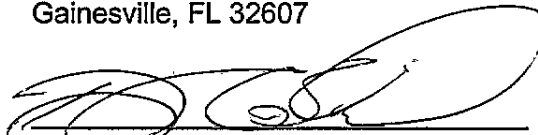
Loralee W. Miller

753 Seminole Ridge Road
Melrose, FL 32666

In witness of the foregoing the undersigned directors have executed these Articles of Incorporation this 4 day of JANUARY, 1999.



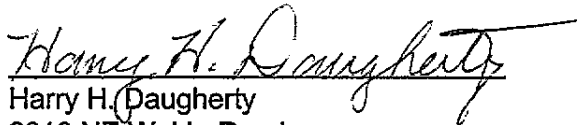
G. Andrew Williams
4340 W. Newberry Road
Gainesville, FL 32607



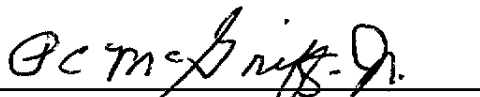
Brent G. Siegel
4046 Newberry Road
Gainesville, FL 32607



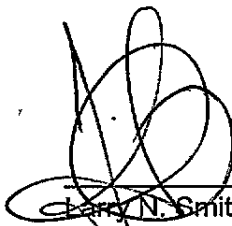
Carol R. Bosshardt
5542 NW 43rd Street
Gainesville, FL 32653



Harry H. Daugherty
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Gainesville, FL 32609



Perry C. McGriff, Jr.
1120 NW 13th Street
Gainesville, FL 32609



Larry N. Smith
7019 NW 11th Place
Gainesville, FL 32605


Michael J. Diaz

~~1505 SW 143rd Street~~ P.O. Box 1346
Gainesville, FL 32604 32604



Barry P. Bullard
150 NW 75th Drive
Gainesville, FL 32607



Robert O. Dale
222 NE 1st Street
Gainesville, FL 32601



Lorelee W. Miller
753 Seminole Ridge Road
Melrose, FL 32666

STATE OF FLORIDA
COUNTY OF Alachua

The foregoing instrument was acknowledged before me this 28th day of December,
1998, by G. ANDREW WILLIAMS, who is personally known to me or who has produced
as identification and who did/did not take an oath.

(Sign) 

(Type Name) _____
Notary Public - State of Florida
Commission No.: _____
My Commission Expires: _____



STATE OF FLORIDA
COUNTY OF Alachua

The foregoing instrument was acknowledged before me this 30th day of December,
1998, by BRENT G. SIEGEL, who is personally known to me or who has produced
_____ as identification and who did/did not take an oath.

(Sign) Karen D. Griffin

(Type Name) _____
Notary Public - State of Florida
Commission No.: _____
My Commission Expires: _____



STATE OF FLORIDA
COUNTY OF Alachua

The foregoing instrument was acknowledged before me this 4th day of January,
1999, by CAROL R. BOSSHARDT, who is personally known to me or who has produced
_____ as identification and who did/did not take an oath.

(Sign) Karen D. Griffin

(Type Name) _____
Notary Public - State of Florida
Commission No.: _____
My Commission Expires: _____



STATE OF FLORIDA
COUNTY OF Alachua

The foregoing instrument was acknowledged before me this 28th day of December,
1998, by HARRY H. DAUGHERTY, who is personally known to me or who has produced
_____ as identification and who did/did not take an oath.

(Sign) Karen D. Griffin

(Type Name) _____
Notary Public - State of Florida
Commission No.: _____
My Commission Expires: _____



STATE OF FLORIDA
COUNTY OF Alachua

The foregoing instrument was acknowledged before me this 28th day of December,
1998, by PERRY C. MCGRUFF, JR., who is personally known to me or who has produced
_____ as identification and who did/did not take an oath.

(Sign) Karen D. Griffin

(Type Name) _____
Notary Public - State of Florida
Commission No.: _____
My Commission Expires: _____

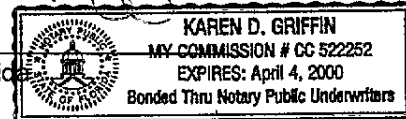


STATE OF FLORIDA
COUNTY OF Alachua

The foregoing instrument was acknowledged before me this 4th day of January,
1999, by LARRY N. SMITH, who is personally known to me or who has produced
_____ as identification and who did/did not take an oath.

(Sign) Karen D. Griffin

(Type Name) _____
Notary Public - State of Florida
Commission No.: _____
My Commission Expires: _____



STATE OF FLORIDA
COUNTY OF Alachua

The foregoing instrument was acknowledged before me this 28th day of December,
1998, by MICHAEL J. DIAZ, who is personally known to me or who has produced
_____ as identification and who did/did not take an oath.

(Sign) Karen D. Griffin

(Type Name) _____
Notary Public - State of Florida
Commission No.: _____
My Commission Expires: _____



STATE OF FLORIDA
COUNTY OF Alachua

The foregoing instrument was acknowledged before me this 28th day of December, 1998, by BARRY P. BULLARD, who is personally known to me or who has produced _____ as identification and who did/did not take an oath.

(Sign) Karen D. Griffin
(Type Name) _____
Notary Public - State of Florida
Commission No.:
My Commission Expires:



FILED
99 JAN 13 AM 8:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF Alachua

The foregoing instrument was acknowledged before me this 29th day of December, 1998, by ROBERT O. DALE, who is personally known to me or who has produced _____ as identification and who did/did not take an oath.

(Sign) Karen D. Griffin
(Type Name) _____
Notary Public - State of Florida
Commission No.:
My Commission Expires:



STATE OF FLORIDA
COUNTY OF Alachua

The foregoing instrument was acknowledged before me this 4th day of January, 1999, by LORALEE W. MILLER, who is personally known to me or who has produced _____ as identification and who did/did not take an oath.

(Sign) Karen D. Griffin
(Type Name) _____
Notary Public - State of Florida
Commission No.:
My Commission Expires:



Approved by the Department of Banking and Finance this 12th day of JANUARY, 1999.

Tallahassee, Florida

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