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Address		
City/State/Zip Phone #		Office Use Only
CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):		
3(Corp	oration Name)	Document #)  Document #)  Document #)  Certified Copy  Certificate of Status  Comparison of the compar
NEW FILINGS	AMENDMENTS	= C/C'S
Profit	Amendment	
NonProfit	Resignation of R.A., Officer/ Di	rector
Limited Liability	Change of Registered Agent	9000028166594
Domestication	Dissolution/Withdrawal	-03724/8901048001 *****96.25 *****96.25
Other	Merger	
Annual Report Fictitious Name Name Reservation	REGISTRATION/ QUALIFICATION  Foreign Limited Partnership Reinstatement Trademark Other	99 MAR 24 M == 01  T. SMITM NAR 2 4 1997
		Examiner's Initīals

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### OFFICE OF THE COMPTROLLER

DEPARTMENT OF BANKING AND FINANCE

STATE OF FLORIDA TALLAHASSEE 32399-0350

March 23, 1999

Rod Jones, Esquire Shutts & Bowen LLP Attorneys and Counselors at Law 20 North Orange Avenue Suite 1000 Orlando, Florida 32801

Dear Mr. Jones:

Re: "Community Banks of the South, Inc."

Reference is made to your letter/fax dated March 22, requesting approval of the abovereferenced corporate name which will be a wholly-owned subsidiary of Southern Community Bank, located in Orlando; Florida.

As Section 655.922(2)(a), Florida Statutes, exempts a financial institution, holding company or its subsidiaries from the prohibition against using the word "bank", "banker", "banking", "trust company", "savings and loan association", "savings bank", or "credit union" in its corporate name, the Division of Banking will not object to the use of the above corporate name being registered to transact business in the state of Florida.

Sincerely,

Art Simon Director

Division of Banking 101 E. Gaines Street Fletcher Bldg,-6th Floor

Tallahassee, FL 32399-0350

(850) 410-9111

:kr

cc: Karon Beyer, Chief Bureau of Corporate Records Secretary of State's Office

## ARTICLES OF INCORPORATION OF COMMUNITY BANKS OF THE SOUTH, INC.

The undersigned, acting as incorporator, and for the purpose of forming a corporation under and pursuant to the laws of the State of Florida, adopts the following Articles of Incorporation.

#### ARTICLEI

The name of the corporation shall be COMMUNITY BANKS OF THE SOUTH, INC., and its mailing address and initial principal place of business shall be at 250 North Orange Avenue, in the City of Orlando, Orange County, Florida.

#### **ARTICLE II**

The corporation shall be authorized to issue 10,000,000 shares of a single class of common stock, par value \$1.00 per share.

#### ARTICLE III

The street address of the corporation's initial registered office is 20 North Orange Avenue, Suite 1000, Orlando, Florida 32801, and the name of the initial registered agent at that office is Rod Jones.

#### ARTICLE IV

The name and address of the incorporator is Rod Jones, 20 North Orange Avenue, Suite 1000, Orlando, Florida 32801.

IN WITNESS of the foregoing, the undersigned incorporator has signed these Articles of Incorporation this 23rd day of March, 1999.

OD JONES, Incorporator

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AHASSEE, FLORIO

### CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.0505, Florida Statutes, the following is submitted: COMMUNITY BANKS OF THE SOUTH, INC. (the "Corporation"), desiring to organize as a domestic corporation or qualify under the laws of the State of Florida has named and designated Rod Jones as its Registered Agent to accept service of process within the State of Florida with its registered office located at 20 North Orange Avenue, Suite 1000, Orlando, Florida 32801.

#### ACKNOWLEDGMENT

Having been named as Registered Agent for the Corporation at the place designated in this Certificate, I hereby agree to act in this capacity; and I am familiar with and accept the obligations of Section 607.0505, Florida Statutes, as the same may apply to the Corporation; and I further agree to comply with the provisions of Section 48.091, Florida Statutes, and all other statutes, all as the same may apply to the Corporation relating to the proper and complete performance of my duties as Registered Agent.

Dated this 23rd day of March, 1999.

ROD JONES Registered Agent

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