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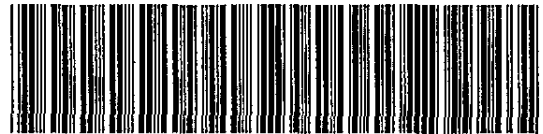
(Business Entity Name)

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CLERK OF STATE
TALLAHASSEE, FLORIDA

05 DEC - 1 PM 12:11

FILED

PS 12/1/05
Mensor

November 30, 2005

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**RE: Articles of Merger
Carolina First Bank/CF Technology Services Company**

Dear Sirs:

Enclosed are an original and one copy of Articles of Merger and Plan of Merger for Carolina First Bank and CF Technology Services Company. Also enclosed is our check in the amount of \$70.00 for the filing fee for this document.

Please return a stamped, filed copy of the Articles to me in the enclosed postage-paid envelope.

Should you have any questions, please contact me at 864-421-1048.

Very truly yours,



Andrea S. Stegall, CEP
Vice President – Corporate Governance Compliance
andrea.stegall@carolinafirst.com

Enclosures

ARTICLES OF MERGER
FOR THE MERGER
OF
CF Technology Services Company,
a Florida corporation,
into
Carolina First Bank,
a South Carolina corporation
(the Surviving Corporation)

FILED
05 DEC -1 PM 12:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to sections 607.1105 and 607.1107, F.S.

1. The name of the surviving corporation is Carolina First Bank, a South Carolina corporation.
2. The name of the merging corporation is CF Technology Services Company, a Florida corporation.
3. Attached hereto is a copy of the Plan of Merger.
4. The merger shall become effective at 12:00 a.m. December 1, 2005.
5. The Plan of Merger was adopted by the board of directors of Carolina First Bank on September 21, 2005. Sole shareholder consent was obtained on December 1, 2005.
6. The Plan of Merger was adopted by the board of directors of CF Technology Services Company on December 1, 2005. Sole shareholder consent was obtained on December 1, 2005.

Date: December 1, 2005

Carolina First Bank

By: 

Name: William P. Crawford, Jr.
Title: Executive Vice President

Date: December 1, 2005

CF Technology Services Company

By: 

Name: William S. Hummers III
Title: Authorized Director

PLAN OF MERGER

This Plan of Merger is entered into as of December 1, 2005 between Carolina First Bank, a South Carolina corporation ("CFB") and CF Technology Services Company, a Florida corporation ("CFTS"). The Boards of Directors of CFB and CFTS have determined that it is in the best interests of their respective companies and their shareholders to consummate the business combination transaction provided for herein in which CFTS will, subject to the terms and conditions set forth herein, merge (the "Merger") with and into CFB. Both CFB and CFTS are wholly-owned subsidiaries of The South Financial Group, Inc.

1. The Merger. Subject to the terms and conditions of this Agreement, in accordance with the applicable law, at the effective time of the Merger (the "Effective Time"), CFTS shall merge with and into CFB. CFB shall be the Surviving Corporation, and shall continue its corporate existence under the laws of the State of South Carolina. The name of the Surviving Corporation shall continue to be "Carolina First Bank." Upon consummation of the Merger, the separate corporate existence of CFTS shall terminate.

2. Effective Time and Effects of the Merger. Subject to the provisions of this Agreement, on the Closing Date, the Articles of Merger shall be duly prepared, executed and delivered for filing with the Secretaries of State of the State of Florida and the State of South Carolina.

3. Conversion of CFTS Common Stock. At the Effective Time, each share of CFTS Common Stock issued and outstanding immediately prior to the Effective Time shall be cancelled.

4. CFB Common Stock. The shares of CFB Common Stock issued and outstanding immediately prior to the Effective Time shall be unaffected by the Merger and such shares shall remain issued and outstanding.

5. Articles of Incorporation and Bylaws. At the Effective Time, the Articles of Incorporation of CFB, as in effect immediately prior to the Effective Time, shall be the Articles of Incorporation of the Surviving Corporation. At the Effective Time, the Bylaws of CFB, as in effect immediately prior to the Effective Time, shall be the Bylaws of the Surviving Corporation until thereafter amended in accordance with applicable law.

6. Directors and Executive Officers. At and after the Effective Time, the directors of CFB shall consist of all of the directors of CFB serving immediately prior to the Effective Time, each to hold office in accordance with the Articles of Incorporation and Bylaws of the Surviving Corporation until their respective successors are duly elected or appointed and qualified. The executive officers of CFB immediately prior to the Effective Time shall be the officers of the Surviving Corporation, each to hold office in accordance with the Articles of Incorporation and Bylaws of the Surviving Corporation until their respective successors are duly elected or appointed and qualified.

Dated: December 1, 2005

Carolina First Bank

By: 

Name: William P. Crawford, Jr.
Title: Executive Vice President

Date: December 1, 2005

CF Technology Services Company

By: 

Name: William S. Hummers III
Title: Authorized Director