\<u>P9900053584</u>

F.N.B. Corporation

One F.N.B. Boulevard • Hermitage, Pennsylvania 16148-3363

724-981-6000

June 8, 1999

Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314 300002902023--4 -06/11/99--01061--017 *****131.25 ******87.50

Re: FNBFL Investment Services Company

Dear Sir/Madam:

Enclosed please find our official check in the amount of \$131.25 and Articles of Incorporation to be filed for the above-mentioned company.

Please direct all correspondence to my attention at the following address:

Christine A. Lombardo, Paralegal F.N.B. Corporation One F.N.B. Boulevard Hermitage, PA 16148

Please do not hesitate to contact me at (724) 983-3322 if I can be of any further assistance.

Very truly yours,

Christine A. Lombardo

Paralegal

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Enclosures

c:\wpdata\misc\letter to department of state regarding articles of incorporation for fnbfl investment services co

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PRINCIPAL AFFILIATES

First National Bank of Pennsylvania First National Bank of Naples Cape Coral National Bank Metropolitan National Bank Reeves Bank	FOUNDED FOUNDED FOUNDED FOUNDED	1864 1989 1994 1922 1868	West Coast Bank Indian Rocks National Bank First National Bank of Fort Myers First County Bank, N.A. Regency Finance Company	FOUNDED FOUNDED FOUNDED FOUNDED FOUNDED	1988 1986 1989 1988 1927	
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ARTICLES C	OF INCORPORATION	7 . 19 −
The undersigned in Business Corporati	corporator, for the purpose of forming a corporation under the Florida ion Act, hereby adopts the following Articles of Incorporation.	1999 JUN 11
ARTICLE I	NAME	<u> </u>
The name of the o	corporation shall be: FNBFL Investment Services Company	AM 11: 10
ARTICLE II	PRINCIPAL OFFICE	·- · · · - -
The principal place	ce of business and mailing address of this corporation shall be:	
1101 Gulf B Indian Rock	Soulevard ss Beach, FL 33785	<u>-</u>
ARTICLE III	SHARES	
The number of sh	nares of stock that this corporation is authorized to have outstanding at any	one time is:
100	·	
ARTICLE IV	INITIAL REGISTERED AGENT AND STREET ADDRES	<u>ss</u>
	orida street address of the initial registered agent are:	_
David P. St 1150 Clevel		
Clearwater,		
	INCORPORATOR	
The name and a	address of the incorporator to these Articles of Incorporation are:	· · · · · · · · · · · · · · · · · · ·
David P. St		_
Clearwater,	FL 33755	
ARTICLE VI	Date of the Corporation shall be June 2, 1999	

(An additional article must be added if an effective date is requested.)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent

Signature/Registered Agent
David P. Stone, President & CEO

Signature/Incorporator

David P. Stone, President & CEO

Date

June 2,

June 2,

Date