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Inter-Office
Communication

Comptroller of Florida
Division of Banking

DATE: August 13, 1999

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

FROM: JP John A. Pullen, Licensing and Chartering

SUBJECT: Signature Bank (Proposed New Bank)

Please file the attached "Articles of Incorporation" (original and 3 copies) for the above-referenced proposed bank, using today's date as the effective date.

Please make the following distribution of certified copies:

- (1) One copy to: Division of Banking
Mail Code 4400
- (2) One copy to: Federal Deposit Insurance Corporation
Suite 1600, One Atlantic Center
1201 West Peachtree Street, Northeast
Atlanta, Georgia 30309-3449
- (3) One copy to: Mr. Paul W. Bailey
Chief executive Officer
Signature Bank (IO)
100 Second Avenue North
St. Petersburg, Florida 33701

Also attached is a \$61.25 check which represents payment of the applicable fees. If there is an underpayment, please contact Mr. Bailey at (727)550-8498. If there is an overpayment, please issue a refund to Mr. Bailey.

If you have any questions, please call me at 410-9527.

JAP:bms

Attachment

cc: Federal Deposit Insurance Corporation, Atlanta, Georgia
Bureau of Financial Institutions - District I
Tampa Area Financial Manager

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TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF

Signature Bank

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

ARTICLE I

The name of the corporation shall be Signature Bank
and its initial place of business shall be at 100 Second Avenue North
in the City of St. Petersburg, in the County of Pinellas 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 organization, powers, and management of banking corporations.

ARTICLE III

The total number of shares authorized to be issued by the corporation shall be 1,000,000. 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 \$ 2,000,000 and the amount of undivided profits, not less than \$ 650,000 all of which (capital stock, surplus, and undivided profits) shall be paid-in cash.

ARTICLE IV

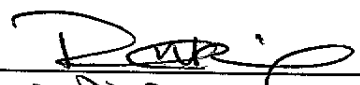

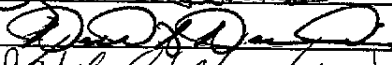
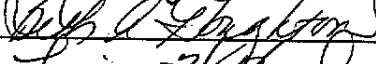

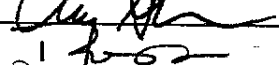
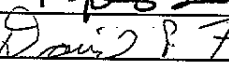
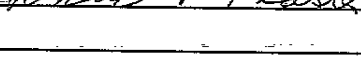
The term for which said corporation shall exist shall be perpetual unless terminated pursuant to the Florida Financial Institutions Codes.

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 the 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:

NAME	STREET ADDRESS
<u>Paul W. Bailey</u>	<u>1091 Eden Isle Drive NE St. Petersburg, FL</u>
<u>Jackson H. Bowman, IV</u>	<u>1620 Bayshore Drive Terra Ceia, FL</u>
<u>David S. Daniels</u>	<u>11440 Harborside Circle Largo, FL</u>
<u>Beth A. Houghton</u>	<u>1050 Friendly Way South St. Petersburg, FL</u>
<u>Lewis H. Kent</u>	<u>21 Island Court Terra Ceia, FL</u>
<u>Craig H. Sher</u>	<u>9055 Bav Wood Park Drive Seminole, FL</u>
<u>Robert H. Willis, Jr.</u>	<u>505 18th Avenue NE St. Petersburg, FL</u>
<u>David P. Feaster</u>	<u>1717 - 73rd Circle NE St. Petersburg, FL</u>
<u> </u>	<u> </u>
<u> </u>	<u> </u>

In witness of the foregoing, the undersigned director (s) have executed these Articles of Incorporation this 4th day of August, A.D. 1999.

NAME	SIGNATURE
<u>Paul W. Bailey</u>	<u></u>
<u>Jackson H. Bowman, IV</u>	<u></u>
<u>David S. Daniels</u>	<u></u>
<u>Beth A. Houghton</u>	<u></u>
<u>Lewis H. Kent</u>	<u></u>
<u>Craig H. Sher</u>	<u></u>
<u>Robert H. Willis, Jr.</u>	<u></u>
<u>David P. Feaster</u>	<u></u>
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COUNTY OF

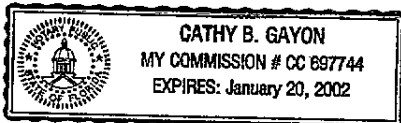
Pinellas

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The foregoing instrument was acknowledged before me this 4th
Day of August, 19 99, by Paul W Bailey, Jackson H Bowman, IV
who is personally known to me or who has produced David S Daniels, Beth A. Houghton, Lewis H. Kent,
as identification and who did/did not take an oath. Craig H. Sher,
Robert H. Willis JR,
David P. Easter

(SEAL)



Cathy B. Gayon

Notary Public - State of Florida at Large

My Commission Expires:

Approved by the Department of Banking and Finance this 13th day of
August, 19 99.

Tallahassee, Florida

Robert F. Milligan

Robert F. Milligan

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