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[Handwritten signature]



Commissioner Russell C. Weigel, III

December 13, 2023

VIA INTEROFFICE MAIL

Diane Cushing
Administrator
Amendment Section
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314-6327

Dear Diane Cushing:

Please file the enclosed documents in the following sequence, using the effective dates and times as stated (see documents for reference):

- File Restated Articles of Incorporation of Flagler Bank, **effective 11:56pm Eastern Time on December 14, 2023;**
- File Restated Articles of Incorporation of Flagler Bancshares Corporation, Inc., **effective 11:57pm Eastern Standard Time on December 14, 2023;**
- File Articles of Merger of Flagler Successor Bank with and into Flagler Bank, **effective 11:58pm Eastern Standard Time on December 14, 2023**
- File Articles of Merger of Flagler Bank with and into Dort Financial Credit Union, **effective 11:59pm Eastern Standard Time on December 14, 2023**

Enclosed is a check payable to the Florida Division of Corporations representing payment for the filing fees for the above-mentioned documents and two certified copies.

Check Nos.	Amount
# 25096	\$280.00

The distribution of the certified copies should be as follows:

- (1) One copy to: Mr. John P. Greeley
Smith Mackinnon, PA
301 East Pine Street, Suite 750
Orlando, Florida 32801
Ph# 407-843-7300

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(2) One copy to: Office of Financial Regulation
Division of Financial Institutions
200 East Gaines Street
Tallahassee, Florida 32399-0371

If you have any questions, please do not hesitate to me at (850) 410-9513.

Sincerely,



Jason M. Guevara
Financial Administrator
Division of Financial Institutions

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U.S. DEPT. OF JUSTICE

RESTATED
ARTICLES OF INCORPORATION
OF
FLAGLER BANK

Pursuant to the provisions of the Florida Financial Institutions Codes and Section 607.1007, Florida Statutes, Flagler Bank does hereby amend and restate its Articles of Incorporation by adopting the following Restated Articles of Incorporation which shall take effect as of 11:56 P.M., Eastern Standard Time, on December 14, 2023.

ARTICLE I

The name of the Corporation is Flagler Bank and its principal place of business shall be at 555 Northlake Blvd., North Palm Beach, Florida 33408.

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 aggregate number of shares of common stock (referred to in these Restated Articles of Incorporation as "Common Stock") which the Corporation shall have authority to issue is 10,000,000 with a par value of \$5.00 per share.

The holders of Common Stock shall each be entitled to one vote for each share held. There shall be no cumulative voting in the election of directors.

Each shareholder 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 that the Corporation may issue or sell.

ARTICLE VI

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

ARTICLE VII

The number of Directors of this Corporation shall be not fewer than five. A majority of the full Board of Directors may, at any time during the year following an annual meeting of shareholders, increase the number of directors of this Corporation by not more than two and appoint persons to fill the resulting vacancies.

ARTICLE VIII

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

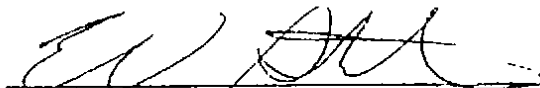
ARTICLE IX

These Restated Articles of Incorporation consolidate all amendments into a single document and may be amended in the manner from time to time provided by law and the right conferred upon the shareholders by any provision of these Restated Articles of Incorporation is hereby made subject to this reservation.

CERTIFICATE

The foregoing Restated Articles of Incorporation were duly adopted and approved by the (a) Board of Directors of the Corporation on December 12, 2022, and (b) holders of the outstanding shares of Common Stock, being the sole voting group entitled to vote on the Restated Articles of Incorporation, on December 12, 2022 and the number of votes cast for the Restated Articles of Incorporation was sufficient for approval by the holders of Common Stock.

IN WITNESS WHEREOF, the undersigned President of this Corporation has executed these Restated Articles of Incorporation on December 11, 2023.



Edward C. Sterling, III
President

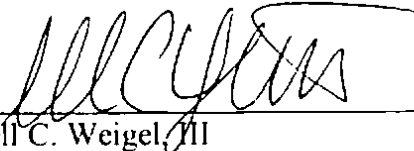
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Flagler Bank

The foregoing Restated Articles of Incorporation of Flagler Bank are APPROVED by
the Office of Financial Regulation on this 12th day of December, 2023.

Tallahassee, Leon County, Florida



Russell C. Weigel, III

Commissioner

Office of Financial Regulation

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OFFICE OF
FINANCIAL REGULATION
TALLAHASSEE, FL