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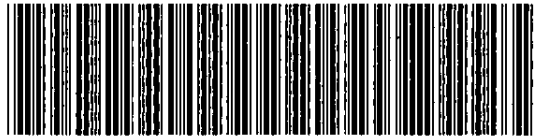
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12/18/09--01019--001 **52.50

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2009 DEC 18 P 2:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
Theris
12-18-09

SMITH MACKINNON, PA

ATTORNEYS AT LAW

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JOHN P. GREELEY

December 17, 2009

Via Federal Express

Department of State
Attention: Karon Beyer
Division of Corporations
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Articles of Amendment to the Articles of Incorporation
CenterState Banks, Inc.

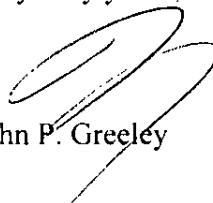
Dear Karon:

Enclosed are three manually signed originals of Articles of Amendment to the Articles of Incorporation of CenterState Banks, Inc., accompanied by a check in the amount of \$52.50 payable to the Florida Secretary of State for the filing fee.

I would appreciate it if you could file the Articles of Amendment at your earliest convenience and have a certified copy of the filed articles returned to us.

If you have any questions regarding the enclosed, please do not hesitate to call me at your convenience. As always, we appreciate your assistance.

Very truly yours,


John P. Greeley

JPG:erw
Enclosures

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
CENTERSTATE BANKS, INC.**

FILED
2009 DEC 18 P 2:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Sections 607.1003 and 1006, Florida Statutes, the Articles of Incorporation of CenterState Banks, Inc. are hereby amended as follows:

FIRST: Section A(1) of Article IV of the Articles of Incorporation is hereby amended by deleting the text thereof in its entirety and substituting the following in lieu thereof:

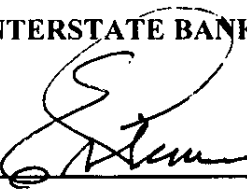
(1) Common Stock. The aggregate number of shares of Common Stock (referred to in these Articles of Incorporation as "Common Stock") which the Corporation shall have authority to issue is 100,000,000 with a par value of \$0.01 per share.

SECOND: The foregoing amendment was approved by the holders of Common Stock of the Corporation, being the sole voting group entitled to vote on the amendment, on December 15, 2009, and the number of votes cast for the amendment by such shareholders was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has caused these Articles of Amendment to Articles of Incorporation to be executed and attested to by its duly authorized officer as of this 15th day of December, 2009.

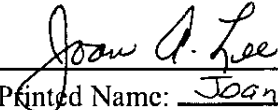
CENTERSTATE BANKS, INC.

By: _____


Ernest S. Pinner
Chairman, President and Chief Executive
Officer

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 15th day of December, 2009, by Ernest S. Pinner, Chairman, President and Chief Executive Officer of CenterState Banks, Inc., a Florida corporation on behalf of the corporation.


Printed Name: Joan A. Lee
Notary Public, State of Florida

Personally Known ☒ or Produced Identification ☐
Type of Identification Produced _____

