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ARTICLES OF MERGER
OF
HOMETOWN OF HOMESTEAD BANKING COMPANY
WITH AND INTO
CENTERSTATE BANKS, INC.

Pursuant to the provisions of the Florida Business Corporation Act, Hometown of Homestead Banking Company and CenterState Banks, Inc. do hereby adopt the following Articles of Merger for the purpose of merging Hometown of Homestead Banking Company with and into CenterState Banks, Inc.:

FIRST:The names of the corporations which are parties to the merger (the "Merger") contemplated by these Articles of Merger are Hometown of Homestead Banking Company, a Florida corporation, and CenterState Banks, Inc., a Florida corporation. The surviving corporation in the Merger is CenterState Banks, Inc., which shall continue to conduct its business following effectiveness of the Merger under the name "CenterState Banks, Inc."

SECOND: The Plan of Merger is set forth in the Plan of Merger, by and between CenterState Banks, Inc. and Hometown of Homestead Banking Company (the "Plan of Merger"). A copy of the Plan of Merger is attached hereto as Exhibit A and made a part hereof by reference as if fully set forth herein.

THIRD: The Merger shall become effective at 12:02 a.m., Winter Haven, Florida time, *on March 1, 2016.*

FOURTH: The Plan of Merger was adopted by the sole shareholder of Hometown of Homestead Banking Company on March 1, 2016. The Plan of Merger was adopted by the Board of Directors of CenterState Banks, Inc. on October 27, 2015 and no approval by CenterState Banks, Inc. shareholders of the Plan of Merger is required.

FIFTH: The Articles of Incorporation of CenterState Banks, Inc. shall serve as the Articles of Incorporation of the surviving corporation, until amended thereafter in accordance with applicable law.

[Signature page follows]

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IN WITNESS WHEREOF, the parties have caused these Articles of Merger to be executed effective as of March 1, 2016.

HOMETOWN OF HOMESTEAD BANKING COMPANY

By: ______________________
John C. Corbett
President and Chief Executive Officer

CENTERSTATE BANKS, INC.

By: ______________________
John C. Corbett
President and Chief Executive Officer

EXHIBIT A

PLAN OF MERGER

Plan of Merger
Providing for the Merger of
Hometown of Homestead Banking Company with and into CenterState Banks, Inc.

Date: October 27, 2015

This Plan of Merger provides for the merger of Hometown of Homestead Banking Company, a Florida corporation ("HBC"), with and into CenterState Banks, Inc., a Florida corporation ("CenterState").

Background

HBC and CenterState are parties to an Agreement and Plan of Merger, dated October 27, 2015, (the "Acquisition Agreement"), pursuant to which CSFL Acquisition Corp. is to merge with HBC, with HBC surviving the merger as a wholly-owned subsidiary of CenterState (the "Acquisition Merger Transaction").

This Plan of Merger contains the terms and conditions pursuant to which HBC is be merged with and into CenterState immediately following the consummation of the Acquisition Merger Transaction.

Plan of Merger

1. Parties to the Merger. The name of each corporation planning to merge is:

A. Hometown of Homestead Banking Company; and

B. CenterState Banks, Inc.

2. Surviving Corporation. The name of the surviving corporation into which HBC plans to merge is CenterState Banks, Inc. (sometimes referred to herein as the "Surviving Corporation").

3. The Merger. Subject to the terms and conditions of this Plan of Merger, at the Effective Time (as defined below), HBC shall be merged with and into CenterState pursuant to the provisions of, and with the effect provided under the laws of the State of Florida (the "Merger"). At the Effective Time, the separate existence of HBC shall cease and CenterState, as the Surviving Corporation, shall continue unaffected and unimpaired by the Merger.

4. Effective Time of the Merger. Subject to the terms and conditions provided for in this Plan of Merger, the Merger shall be effective on the date and at the time set forth in the Articles of Merger to be filed by CenterState with the Florida Secretary of State in connection with this Plan of Merger (the "Effective Time").

5. Articles of Incorporation. At the Effective Time, the Articles of Incorporation of CenterState, as in effect immediately prior to the Effective Time, shall constitute the Articles of Incorporation of the Surviving Corporation, until the same shall be amended as provided by law and the terms of such Articles of Incorporation.

6. Bylaws. At the Effective Time, the Bylaws of CenterState, as in effect immediately prior to the Effective Time, shall be the Bylaws of the Surviving Corporation, until amended or repealed as provided by law, its Articles of Incorporation or such Bylaws.

7. Directors of Surviving Corporation. The directors of CenterState immediately prior to the Effective Time shall constitute the directors of the Surviving Corporation immediately after the Effective Time and shall hold office until the next annual meeting of shareholders of the Surviving Corporation, or their earlier death, resignation or removal.

8. Officers of Surviving Corporation. The officers of CenterState immediately prior to the Effective Time shall constitute the officers of the Surviving Corporation immediately after the Effective Time and shall hold office until their successors shall be duly elected and qualified, or their earlier death, resignation or removal.

9. Effect on Outstanding Shares of HBC. At the Effective Time, by virtue of the Merger and without any action on the part of the holder thereof, all of the shares of common stock of HBC issued and outstanding immediately prior to the Effective Time shall automatically be canceled and retired and shall cease to exist.

10. Effect on Outstanding Shares of CenterState. The shares of common stock of CenterState issued and outstanding immediately prior to the Effective Time shall remain outstanding and unchanged after the Merger and shall be the only issued and outstanding shares of the Surviving Corporation. For the avoidance of doubt, the Merger shall have no effect on the authorized, issued and outstanding shares of common stock of CenterState or their designations.

11. Conditions to Each Party's Obligation to Effect the Merger. The Merger shall not be effected unless and until

A. The Acquisition Merger Transaction has become effective;

B. CenterState files the Articles of Merger with the Florida Secretary of State; and

C. All approvals and consents required by the Florida Business Corporation Act or otherwise required by law have been obtained.

12. Termination.

A. This Plan of Merger shall automatically terminate, without any action on the part of any party, if and when the Acquisition Merger Agreement is terminated in accordance with its terms.

B. Upon rightful termination of this Plan of Merger, this Plan of Merger shall be void, and of no further effect.

For the avoidance of doubt, nothing in this Plan of Merger shall alter or diminish any rights or obligations of the parties under the Acquisition Merger Agreement.

13. Governing Law. This Plan of Merger shall be governed by and construed and enforced in accordance with the laws of the State of Florida.

14. Captions. The captions heading of the sections in this Plan of Merger are for convenience only and shall not affect the construction or interpretation of this Plan of Merger.