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Inter-Office
Communication

Comptroller of Florida
Division of Banking

DATE: December 28, 1999
TO: Karon Beyer, Department of State
Division of Corporations - Bureau of Commercial Recording
FROM: Bruce Ricca, Licensing and Chartering
SUBJ: Coconut Grove Interim Bank

600003082446--4
-12/29/99--01002--003
*****52.50 *****52.50

Please file the attached Articles of Incorporation for the above-referenced institution,
using 12:00, midnight, December 31, 1999, as the effective date.

Please make the following distribution of certified copies:

- (1) Mail one (1) copy to: Division of Banking
Office of Licensing and Chartering
Fletcher Building, Suite 636
- (2) Mail one (1) copy to: Mr. Russell T. Kamradt
Akerman, Senterfitt & Eidson
Phillips Point - East Tower
777 South Flagler Drive, Suite 900
West Palm Beach, Florida 33401

Also attached is a check which represents payment of the filing fees, charter tax and
certified copies. If you have any questions, please call 410-9528.

BR.succ-art

Attachments

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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99 DEC 29 PM 2:37

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF
COCONUT GROVE INTERIM 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 Coconut Grove Interim Bank and its initial place of business shall be 2701 South Bayshore Drive in the City of Coconut Grove, in the County of Dade, and the State of Florida.

ARTICLE II

This corporation shall be organized as a successor institution in accordance with Section 658.40(4), Florida Statutes.

ARTICLE III

The total number of shares authorized to be issued by the corporation shall be 10. Such shares shall be of a single class and shall have a par value of \$10.00 per share. The corporation shall begin business with at least \$100.00 in paid-in capital stock to be divided into 10 shares.

The amount of surplus with which the corporation will begin business will be not less than \$0.00 and the amount of undivided profits, not less than \$0.00 all of which (capital stock, surplus, and undivided profits) shall be paid in cash.

ARTICLE IV

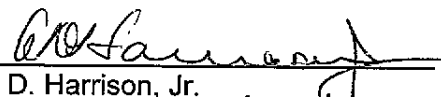
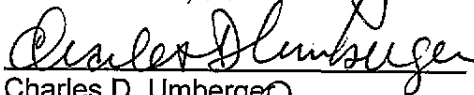
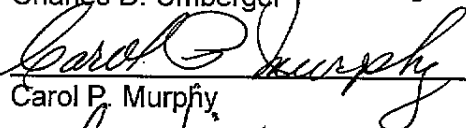
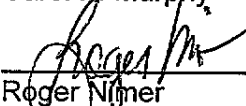

The term for which said corporation shall exist shall be one (1) year.

ARTICLE V

The number of directors shall consist of at least five (5). The names and street addresses of the first directors of the corporation are:

<u>NAME</u>	<u>STREET ADDRESS</u>
<u>A. D. Harrison, Jr.</u>	<u>9440 S.W. 114 Street, Miami, FL 33176</u>
<u>Charles D. Umberger</u>	<u>1220 San Remo Avenue, Coral Gables, FL 33146</u>
<u>Carol P. Murphy</u>	<u>7725 S.W. 144 Street, Miami, FL 33158</u>
<u>Roger Nimer</u>	<u>9781 SW 122 Street, Miami, FL 33176</u>
<u>Dorothy L. Thorpe</u>	<u>9101 SW 93 Avenue, Miami, FL 33176-2009</u>

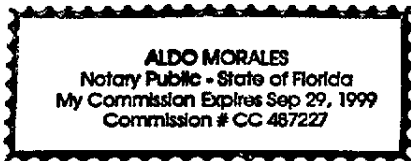
In witness of the foregoing, the undersigned directors have executed these Articles of Incorporation this 14th day of APRIL, A.D. 19 99.

<u>NAME</u>	<u>STREET ADDRESS</u>
<u></u> A. D. Harrison, Jr.	<u>9440 S.W. 114 Street, Miami, FL 33176</u>
<u></u> Charles D. Umberger	<u>1220 San Remo Avenue, Coral Gables, FL 33146</u>
<u></u> Carol P. Murphy	<u>7725 S.W. 144 Street, Miami, FL 33158</u>
<u></u> Roger Nimer	<u>9781 SW 122 Street, Miami, FL 33176</u>
<u></u> Dorothy L. Thorpe	<u>9101 SW 93 Avenue, Miami, FL 33176-2009</u>

STATE OF FLORIDA)
)
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 14th day of April, 1999, by A. D. Harrison, Jr., Charles D. Umberger, Carol P. Murphy, Roger Nimer, and Dorothy L. Thorpe, who are personally known to me or who have produced known to me as identification and who did/did not take an oath.

(SEAL)



Aldo Morales
Notary Public - State of Florida at Large
My Commission Expires: _____

Approved by the Department of Banking and Finance this 23RD day of July, 1999.

Tallahassee, Florida

Robert F. Milligan
Robert F. Milligan
Comptroller of the State of Florida and Head of the
Department of Banking and Finance

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA