


Please index under:

***SouthCrest Bank, NA
SouthCrest Bank
The First National Bank of Polk County
Bank of Chickamauga
Peachtree Bank***


20140319000076000 1/7 \$35.00
Shelby Cnty Judge of Probate, AL
03/19/2014 11:14 18 AM FILED/CERT

MEMORANDUM, ASSIGNMENT, AND AFFIDAVIT OF NAME CHANGE

ALABAMA, SHELBY COUNTY:

Before me, the undersigned officer, personally appeared Kenneth Maloy, President and Chief Executive Officer of SouthCrest Bank, NA, who, on oath, deposes and says the following:

1.

My name is Kenneth Maloy and I am President and Chief Executive Officer of SouthCrest Bank, NA, and, as such, I have personal knowledge of the facts contained in this Affidavit. I am over 18 years of age and otherwise sui juris and competent to make this affidavit.

2

Effective February 28, 2014, as evidenced by those certain "Articles of Amendment to the Articles of Association of The First National Bank of Polk County, hereinafter to be known as SouthCrest Bank, National Association," attached hereto and incorporated herein by reference as Exhibit "A", SouthCrest Bank, Bank of Chickamauga, Peachtree Bank and The First National Bank of Polk County shall be known as "SouthCrest Bank, NA."

3.

From said date forward, any and all recorded interests of SouthCrest Bank, Bank of Chickamauga, Peachtree Bank and The First National Bank of Polk County in real property

situated, lying and being in Shelby County shall be from said date vested in the name of
“SouthCrest Bank, NA.”

4.

This Affidavit is made with the understanding that it will be relied upon by title examiners
and other interested parties who may hereafter rely upon the facts and circumstances related in this
Affidavit to certify title to any and all portions of real property in which SouthCrest Bank, NA may
have a recorded interest.

Sworn to and subscribed before me
This 11th day of March, 2014.


NOTARY PUBLIC Exp 3-27-16

SOUTHCREST BANK, NA

BY: 

PRINT: Kenneth Maloy

TITLE: Chief Executive Officer and President

ATTEST: 

PRINT: Douglas Hertha

TITLE: Chief Financial Officer



20140319000076000 2/7 \$35.00
Shelby Cnty Judge of Probate, AL
03/19/2014 11:14:18 AM FILED/CERT


Exhibit A

**FIRST AMENDMENT TO
PLAN OF MERGER
BY AND AMONG
THE FIRST NATIONAL BANK OF POLK COUNTY
AND
SOUTHCREST BANK, BANK OF CHICKAMAUGA
AND PEACHTREE BANK**

The Plan of Merger (the "Plan") dated October 31, 2013 by and among The First National Bank of Polk County ("FNB Polk"), a bank organized under the laws of the United States of America and located in Cedartown, Georgia, SouthCrest Bank ("SouthCrest"), a bank organized under the laws of the State of Georgia and located in Thomaston, Georgia, Bank of Chickamauga ("Chickamauga"), a bank organized under the laws of the State of Georgia and located in Chickamauga, Georgia, and Peachtree Bank ("Peachtree"), a bank organized under the laws of the State of Alabama and located in Maplesville, Alabama (collectively, the "Banks"), is hereby amended by deleting paragraph 2 and replacing it with the following:

"2. Effective Date of the Merger. The Bank Merger shall become effective at 11:59 p.m. local Atlanta, Georgia time, February 28, 2014 (the "Effective Date")."

[SIGNATURES ON NEXT PAGE]


20140319000076000 3/7 \$35.00
Shelby Cnty Judge of Probate, AL
03/19/2014 11:14:18 AM FILED/CERT

IN WITNESS WHEREOF, the parties hereto have caused this First Amendment to the Plan of Merger to be executed by their duly authorized officers and their seals to be affixed hereto, all as of the day and year first above written.

THE FIRST NATIONAL BANK OF POLK COUNTY

[BANK SEAL]

By: *Laron E. Maloney*

Name: LARON E. MALONEY

Title: President & CEO

ATTEST:

Jennifer Sands
Secretary

SOUTHCREST BANK

[BANK SEAL]



By: *Laron E. Maloney*

Name: Laron E. Maloney

Title: President & CEO

ATTEST:

Jen Sands
Secretary

[SIGNATURES CONTINUED ON NEXT PAGE]



20140319000076000 4/7 \$35.00
Shelby Cnty Judge of Probate, AL
03/19/2014 11:14:18 AM FILED/CERT

BANK OF CHICKAMAUGA

[BANK SEAL]

By: *[Signature]*

Name: *R. W. W. W. W. W.*

Title: *Pres.*

ATTEST:

[Signature]
Jen Sands
Secretary

PEACHTREE BANK

[BANK SEAL]


By: *[Signature]*

Name: *Darren L. Wilson*

Title: *President*

ATTEST:

[Signature]
Rennie Mitchell
Secretary *VICE PRESIDENT*


20140319000076000 5/7 \$35.00
Shelby Cnty Judge of Probate, AL
03/19/2014 11:14:18 AM FILED/CERT

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF ASSOCIATION
OF
THE FIRST NATIONAL BANK OF POLK COUNTY,
HEREAFTER TO BE KNOWN AS
SOUTHCREST BANK, NATIONAL ASSOCIATION**

I.

The current name of the association (the "Bank") is The First National Bank of Polk County; a national banking association chartered under the laws of the United States.

II.

The main office of Bank is currently located in Cedartown, County of Polk, State of Georgia.

III.

The Articles of Association of the Bank, as previously amended, are hereby amended further by deleting the first article in its entirety and inserting in lieu thereof the following new first article:

"FIRST. The title of this association shall be SouthCrest Bank, National Association."

IV.

The Articles of Association of Bank, as previously amended, are hereby amended further by deleting the second article in its entirety and inserting in lieu thereof the following new second article:

"SECOND. The main office of the association shall be located in the town of Tyrone in the County of Fayette and State of Georgia. The general business of the association shall be conducted at its main offices and its branches."

V.

These Articles of Amendment were approved by the Board of Directors of the Bank by resolution at a meeting of the Board of Directors held on October 29, 2013, and were approved, adopted, and ratified by the unanimous written consent of the sole shareholder of the Bank on October 24, 2013. Notice of any shareholder meeting and any other corresponding notice or disclosure materials were waived by the sole shareholder.


VI.

The amendment to the Articles of Association set forth in Articles III and IV hereof shall become effective immediately following the Effective Date as set forth in that certain Agreement and Plan of Merger by and among the Bank, SouthCrest Bank, a commercial bank chartered under the laws of the State of Georgia, Bank of Chickamauga, a commercial bank chartered under the laws of the State of Georgia, and Peachtree Bank, a commercial bank chartered under the laws of the State of Alabama, dated as of October 31, 2013, as such may be amended from time to time.

VII.

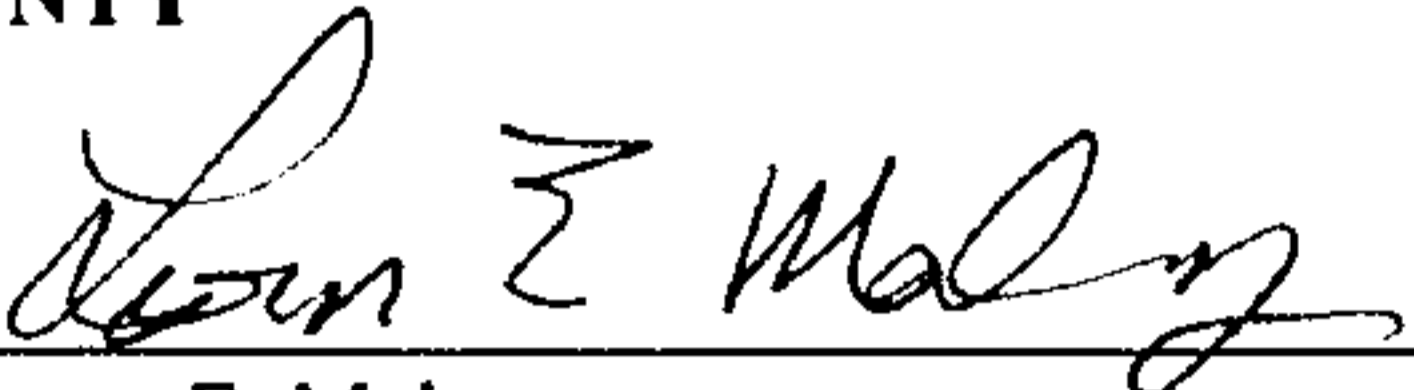
All other provisions of the Articles of Association shall remain in full force and effect.

6334144.2

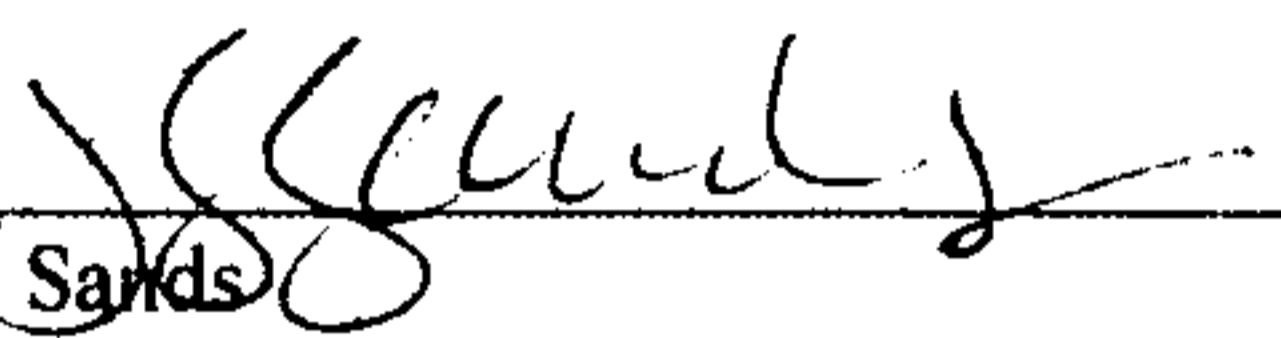

20140319000076000 6/7 \$35.00
Shelby Cnty Judge of Probate, AL
03/19/2014 11:14:18 AM FILED/CERT


IN WITNESS WHEREOF, The First National Bank of Polk County has caused these Articles of Amendment to be executed by its duly authorized corporate officers as of the 6th day of February, 2014.

**THE FIRST NATIONAL BANK OF POLK
COUNTY**

By: 
Laron E. Maloney
President and Chief Executive Officer

[SEAL]

By: 
Jen Sands
Assistant Secretary


20140319000076000 7/7 \$35.00
Shelby Cnty Judge of Probate, AL
03/19/2014 11:14:18 AM FILED/CERT