

see below

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CERTIFICATE OF NAME CHANGE
from
PIONEER SAVINGS BANK
to
PIONEER SAVINGS BANK, F.S.B.

89590535

WHEREAS, PIONEER SAVINGS BANK (Pioneer), a state chartered stock savings bank, did on May 19, 1989, by unanimous action of its Board of Directors, adopt a Plan of conversion pursuant to which Pioneer would be converted to a federally chartered stock savings bank to be known as "Pioneer Savings Bank, F.S.B."; and

WHEREAS, the Plan was subsequently approved by the Federal Home Loan Bank Board, subject to approval of the Plan by Pioneer's stockholders, which approval was received at a Special Meeting of Stockholders called for that purpose on July 21, 1989; and

WHEREAS, the Plan of Conversion was in all respects effective on July 21, 1989; and

WHEREAS, it is necessary to place Notice of the Name Change upon the Public Records,

NOW THEREFORE, the undersigned does hereby certify that:

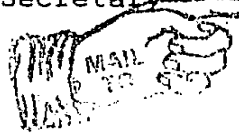
1. Effective July 21, 1989, pursuant to a Plan of Conversion, Pioneer Savings Bank adopted a new corporate charter to change its corporate name to PIONEER SAVINGS BANK, F.S.B.

Witness our hands and seals this 14th day of August, 1989,
PIONEER SAVINGS BANK, F.S.B.

BY *William E. Nodine*
William E. Nodine, Chairman/Chief Executive Officer

Attest: *Ann P. McMurry* X
Ann P. McMurry, Secretary

STATE OF FLORIDA
COUNTY OF PINELLAS



RECORDING \$12.00
T#5555 TRAM 8674 12/11/89 15.10.00
#7642 H E *-89-590535
COOK COUNTY RECORDER

PREPARED BY AND RETURN TO:
ANN P. McMURRY
PIONEER SAVINGS BANK, F.S.B.
POST OFFICE BOX 4600
CLEARWATER, FLORIDA 34618

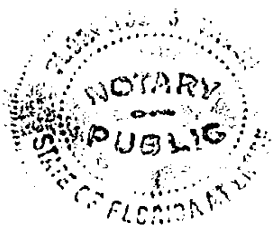
The foregoing instrument was acknowledged before me this 14th day of August, 1989, by William E. Nodine, Chairman and Chief Executive Officer, and Ann P. McMurry, Secretary, of Pioneer Savings Bank, F.S.B., a federally chartered stock savings bank, on behalf of the corporation.

Florence J. Yager
Florence J. Yager, Notary Public, State of Florida at Large

My Commission expires:

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXP. 08/15/1990
MONSIEUR THOMAS G. BELL, INC.

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Page 02