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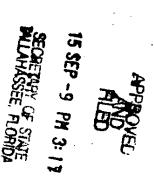
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### SMITH MACKINNON, P.A.

ATTORNEYS AT LAW

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TELEPHONE: (407) 843-7300 FACSIMILE: (407) 843-2448 EMAIL: JPG7300@AOL.COM

JOHN P. GREELEY

September 8, 2015

#### Via Federal Express

Department of State Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301

Re:

First Green Funding, Inc.

Dear Madam/Sir:

Enclosed are two copies of Articles of Incorporation for filing, accompanied by a check in the amount of \$78.75 for the filing fee (and the receipt of a certified copy). I would appreciate it if you could have the enclosed filed at your earliest convenience and have a certified copy returned to us.

If you have any questions regarding the foregoing, please let me know at your convenience. Thank you for your assistance.

Very truly yours,

John P. Greele

JPG:br Enclosures



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SECRETARY OF STATE

#### ARTICLES OF INCORPORATION

**OF** 

#### FIRST GREEN FUNDING, INC.

The undersigned, being of legal age and desiring to form a corporation (hereinafter referred to as the "Corporation") pursuant to the provisions of the Florida Business Corporation Act, as amended (such Act, as amended from time to time, is hereinafter referred to as the "Act"), executes the following Articles of Incorporation.

#### ARTICLE I

#### Name

The name of the Corporation is First Green Funding, Inc.

#### **ARTICLE II**

#### Commencement of Corporate Existence

This Corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall have perpetual duration unless sooner dissolved according to law.

#### **ARTICLE III**

#### Purpose and General Powers

The general purpose of this Corporation shall be the transaction of any or all lawful business for which corporations may be incorporated under the Act. This Corporation shall have all of the powers enumerated in the Act and all such other powers as are not specifically prohibited to corporations for profit under the laws of the State of Florida.

#### ARTICLE IV

#### Capital Stock

#### A. Number and Class of Shares Authorized; Par Value

The aggregate number of shares which the Corporation shall have authority to issue is 1,000,000 shares of common stock having a par value of \$0.01 per share, which shall be designated "Common Stock."

#### B. Voting Rights

The Common Stock shall possess and exercise exclusive voting rights and at all meetings of the shareholders each record holder of such stock shall be entitled to one vote for

each share held. Shareholders holding Common Stock shall have no cumulative voting rights in any election of directors of the Corporation.

#### C. No Preemptive Rights

No holder of shares of any class of the capital stock of the Corporation shall have as a matter of right any preemptive or preferential right to subscribe for, purchase, receive, or otherwise acquire any part of any new or additional issue of stock of any class, whether now or hereafter authorized, or any bonds, debentures, notes, or other securities of the Corporation, whether or not convertible into shares of stock of the Corporation.

#### **ARTICLE V**

#### Initial Registered Office and Agent; Principal Place of Business

The initial registered office of this Corporation shall be located at the City of Mt. Dora, County of Lake and State of Florida, and its address there shall be, at present, 18251 U.S. Highway 441, Mt. Dora, Florida 32757 and the initial registered agent of the Corporation at that address shall be Kenneth E. LaRoe. The Corporation may change its registered agent or the location of its registered office, or both, from time to time without amendment of these Articles of Incorporation. The principal place of business and the mailing address of the Corporation shall be: 18251 U.S. Highway 441, Mt. Dora, Florida 32757.

#### **ARTICLE VI**

#### Initial Board of Directors

The initial Board of Directors of the Corporation shall consist of one director. The name and street address of the director of this Corporation is:

Kenneth E. LaRoe 18251 U.S. Highway 441 Mt. Dora, Florida 32757

The number of Directors of this Corporation shall be the number from time to time fixed by the Shareholders, or by the Directors, in accordance with the terms and conditions of the Bylaws, but at no time shall said number of Directors be less than one.

#### **ARTICLE VII**

#### Incorporator

The name and street address of the person signing these Articles of Incorporation as Incorporator is:

Kenneth E. LaRoe 18251 U.S. Highway 441 Mt. Dora, Florida 32757

#### **ARTICLE VIII**

#### **Bylaws**

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

#### **ARTICLE IX**

#### **Amendment**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

#### **ARTICLE X**

#### **Headings and Captions**

The headings or captions of these various Articles of Incorporation are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various articles shall not be influenced by any of said headings or captions.

IN WITNESS WHEREOF, the undersigned does hereby make and file these Articles of Incorporation declaring and certifying that the facts stated herein are true, and hereby subscribes thereto and hereunto sets his hand and seal this \_\_\_\_\_\_ day of August, 2015.

Kenneth Æ. I ARoe

STATE OF FLORIDA ) COUNTY OF LAKE )	
The foregoing instrument was acknowled by Kenneth E. LaRoe.	lged before me this day of August, 2015
KUMBERLYN MELANGON MY COMMISSION # EE 834141 EXPIRES: September 11, 2016 Bonded Thru Notary Public Underwriters	Printed Name: Kimberly Melausov Notary Public - State of Florida at Large
Personally known or Produced Identification  Type of Identification Produced	i 🗆

## CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

First Green Funding, Inc. (the "Corporation") desiring to organize as a domestic corporation or qualify under the laws of the State of Florida has named and designated Kenneth E. LaRoe as its Registered Agent to accept service of process within the State of Florida with its registered office located at 18251 U.S. Highway 441, Mt. Dora, Florida 32757.

#### **ACKNOWLEDGMENT**

Having been named as Registered Agent for the Corporation at the place designated in this Certificate, I hereby agree to act in this capacity; and I am familiar with and accept the obligations relating to service as a registered agent, as the same may apply to the Corporation; and I further agree to comply with the provisions of Florida Statutes, Section 48.091 and all other statutes, all as the same may apply to the Corporation relating to the proper and complete performance of my duties as Registered Agent.

Dated this 3/ day of August, 2015.

Kenneth E. LaRoe, Registered Agent

