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TALLAHASSEE, FL 32301
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ACCOUNT NO. : 072100000032

REFERENCE : 782529 167868A

AUTHORIZATION :

Patricia Pyjute

COST LIMIT : \$ 122.50

ORDER DATE : December 26, 1995

ORDER TIME : 4:0 PM

ORDER NO. : 782529

700001679387

CUSTOMER NO: 167868A

CUSTOMER: Valerie Daniel, Legal Asst
FIRST UNION CORPORATION

One First Union Center

Charlotte, NC 28208

DOMESTIC FILING

NAME: FIRST UNION NOVA HOLDINGS OF
FL, INC.

FILED
96 JAN -4 PM 1:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Caroline M. Greber

EXAMINER'S INITIALS:

T. BROWN JAN - 5 1996

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96 JAN -4 PM 1:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

FIRST UNION NOVA HOLDINGS OF FL, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

FIRST UNION NOVA HOLDINGS OF FL, INC.

The address of the principal office of this corporation shall be 225 Water Street, Jacksonville, Florida 32202, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is The Prentice Hall Corporation System, Inc.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on January 4, 1996.

CORPORATION SERVICE COMPANY

By: Mr. J. A. Healy
Its Agent, Gail Shelby

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TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

The Prentice Hall Corporation System, Inc. a Delaware corporation authorized to transact business in this state, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

The Prentice Hall Corporation System, Inc.

By: Marcia A. Havner 1-4-96
Its Agent, Marcia A. Havner

CMG/cmg