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Edward A. Kerben

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July 27 1996

**FEDERAL EXPRESS**

Division of Corporations  
Department of State  
409 East Gaines Street  
Tallahassee, Florida 32301

800001907318  
-07/30/96--01017--018  
\*\*\*122.50 \*\*\*122.50

Re: FIRST NATIONAL, INC.

Gentlemen:

Enclosed is the original and one copy of the Articles of Incorporation of the above corporation, together with a check in the amount of \$122.50 to cover the following:

|                  |                  |
|------------------|------------------|
| Filing fee       | \$ 35.00         |
| Certified copy   | 52.50            |
| Registered Agent |                  |
| Designation      | 35.00            |
| <b>TOTAL:</b>    | <b>\$ 122.50</b> |

Please return the certified copy to this office. Thank you for your attention as to this matter.

Very truly yours,



Edward A. Kerben

EAK/th

Enclosures

JUL 30 1996

BSB

FILED  
96 JUL 29 PM 12:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

FIRST NATIONAL, INC.

FILED

96 JUL 29 PM 12:55

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation:

**ARTICLE I -- NAME**

The name of the corporation shall be FIRST NATIONAL, INC.

**ARTICLE II -- NATURE OF BUSINESS**

1. The general nature of the business of the corporation shall be real estate investments.
2. This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE III -- PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be 301 WEST STATE ROAD 434, SUITE 345, WINTER SPRINGS FL 32708.

**ARTICLE IV -- CAPITAL STOCK**

The capital stock of this corporation shall consist of 100 shares of common stock with a par value of \$5.00.

**ARTICLE V -- INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent is LAWRENCE GROSSER, 725 NORTH MAGNOLIA AVENUE, ORLANDO FL 32803.

**ARTICLE VI -- DIRECTOR**

The business of the corporation shall be conducted by a Board of Directors consisting of not less than one (1) director. The name and address of the director is:

LAWRENCE GROSSER  
301 WEST STATE ROAD 434, SUITE 145  
WINTER SPRINGS, FLORIDA 32708

**ARTICLE VII -- INCORPORATOR**

The name and address of the incorporator is:

LAWRENCE GROSSER  
301 WEST STATE ROAD 434, SUITE 145  
WINTER SPRINGS, FLORIDA 32708

**ARTICLE VIII -- SHAREHOLDERS**

The shareholders of this corporation shall have a pre-emptive right to acquire unissued or treasury shares of the corporate convertible into or carrying a right to subscribe to or acquire shares as issued by the corporation.

The undersigned have executed these Articles of Incorporation this \_\_\_\_ day of JULY, 1996.

  
\_\_\_\_\_  
LAWRENCE GROSSER

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 23 day of JULY, 1996, by LAWRENCE GROSSER, who is personally known to me or who did produce \_\_\_\_\_ as identification and who did take an oath.

NOTARY PUBLIC

Sign 

Print \_\_\_\_\_

State of Florida at Large (Seal)

My Commission Expires:



EDWARD ALAN KERBEN  
MY COMMISSION # CC 227805 EXPIRES  
September 19, 1996  
BONDED THRU TROY TAYLOR INSURANCE, INC.

FILED

96 JUL 29 PM 12:55

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is FIRST NATIONAL, INC.
2. The name and address of the registered agent and office is LAWRENCE GROSSER, 725 N. MAGNOLIA AVENUE, ORLANDO FL 32803.

DATE: JULY 23, 1996

By:   
LAWRENCE GROSSER  
Incorporator/Director

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

DATE: JULY 23, 1996

By:   
LAWRENCE GROSSER  
Registered Agent