

P96000104351

December 19, 1996

EFFECTIVE DATE
1-1-97

FILED
96 DEC 24 AM 9 47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Mark Benson
6175 N.W. 153rd Street
Suite 121
Miami Lakes, FL 33014

Secretary of State
Tallahassee, Florida

100002037371--7
-12/24/96--01138--006
*****70.00 *****70.00

Gentlemen:

Enclosed please find Articles of Incorporation for
First National Industries, Inc. a new corporation
and a check in the amount of \$70.00

Please send receipted Articles back to me at the
above address.

Thank you,



mark Benson

nc 12/31/96

CERTIFICATE OF INCORPORATION

of

EFFECTIVE DATE
1-1-97

FIRST NATIONAL INDUSTRIES, INC.

We, the undersigned, for the purpose of forming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of corporations for profit.

Article One

The name of the corporation shall be First National Industries, Inc.

Article Two

The Corporation may engage in any activity or business permitted under the laws of the State of Florida and the United States of America.

Article Three

The Corporation is authorized to have 100,000 shares of stock at a Par Value of \$1.00 per share, outstanding.

Article Four

The amount of capital with which the Corporation shall begin business shall not be less than \$500.00.

Article Five

The effective Date of this corporation shall be January 1, 1997

Article Six

The Corporation shall have perpetual existence.

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OF FLORIDA

Article Seven

The principal office for this Corporation shall be located at 6175 N.W.
153rd Street, Suite 121, Miami Lakes, FL 33014

Article Eight

The number of Directors shall not be less than one.

Article Nine

The Names and Post Office Addresses of the first Board of Directors who, subject to the provisions of the Certificate of Incorporation, and by the by-laws and the Corporation Laws of the State of Florida shall hold office for the first year of the Corporation's existence or until their successors are elected and have qualified, are:

President & Director: Mark Benson

6175 N.W. 153rd Street, Suite 121, Miami Lakes, Florida 33014

Article Ten

The Names and Addresses of the Subscribers to the Certificate of Incorporation are:

Mark Benson

6175 N.W. 153rd Street, Suite 121, Miami Lakes, FL 33014

Article Eleven

The Registered Agent for said Corporation is Mark Benson, 6175 N.W.
153rd Street, Suite 121, Miami Lakes, Florida 33014

Article Twelve

This Corporation is intended, in its original year, to be a Subchapter "S" Corporation as defined by the rules of the Internal Revenue Service.

WE THE UNDERSIGNED being the original subscribers to the Capital Stock hereinabove named, for the purpose of forming a Corporation for Profit to do business both within and without the State of Florida, do hereby make, subscribe, acknowledge and file this Certificate, hereby declaring that the facts herein stated are true and have hereunto set our hands and seals this 20 th day of December, 1996.

 (seal)

____ (seal)

Registered Agent

I, Mark Benson accept appointment as Registered Agent for this corporation and state that my lawful address is: 6175 N.W. 153rd Street, Suite 121, Miami Lakes, Florida 33014.



Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)

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COUNTY OF DADE)

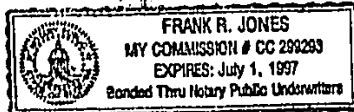
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OFFICE
TALLAHASSEE, FLORIDA

On this day, before me, personally appeared:

Mark Benson

the party/ies to the foregoing Certificate of Incorporation,
known to me personally to be such, and acknowledge the
said Certificate to be free and voluntary acts and deeds of
them, and that each statement and fact are therein truly set
forth.

WITNESS my hand and Notarial Seal at Miami, Florida this 20 day of December, 1996.



Frank R. Jones
NOTARY PUBLIC, State of Florida
at large.

My Commission Expires: 7/1/97

CC 299293

MARK BENSON IS KNOWN
BY ME.