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HARPER, KYNES

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6/30/97

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TO: DIVISION OF CORPORATIONS

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FROM: HARPER, KYNES, GELLER  
CONTACT: JACK J GELLER  
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NAME: FIRST FEDERAL LEASING, INC.

AUDIT NUMBER.....H97000010751

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 2

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ARTICLES OF INCORPORATION  
OF  
FIRST FEDERAL LEASING, INC.

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME AND PRINCIPAL OFFICE OF CORPORATION

First Federal Leasing, Inc. shall be the name of this corporation, and the mailing address and its principal office shall be: 8340 Ulmerton Road, Suite 201, Largo, Florida 33771.

ARTICLE II - NATURE OF BUSINESS

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

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have on hand at any time is 10,000 shares of common stock having \$1.00 par value. The authorized capital stock may be paid for in cash, services or other property at a just value to be fixed by the board of directors of the corporation at any regular or special meeting of the same.

ARTICLE IV - ADDRESS AND RESIDENT AGENT

The street address of the initial registered office of this corporation is: 8340 Ulmerton Road, Suite 201, Largo, Florida 33771, and the name of the initial registered agent of the corporation at that address is: Richard Lowy. Having been so named to accept said service of process, said registered agent hereby accepts said designation to act in said capacity and agrees to comply with the provisions of the Florida Statutes relating to keeping open said office and so accepts by signing the Articles of Incorporation hereunder.

ARTICLE V - DIRECTORS

The corporation shall have no less than one director nor more than nine (9). The number may be increased or decreased as may be authorized by the Bylaws of this corporation. The number of directors constituting the initial Board of Directors shall be two (2).

1

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THIS INSTRUMENT PREPARED BY:  
JACK J. GELLER, Attorney  
2560 Gulf To Bay Boulevard  
Suite 300  
Clearwater, Florida 34625  
813 - 789-4840  
Florida Bar No. 243981

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ARTICLE VI - INITIAL INCORPORATOR

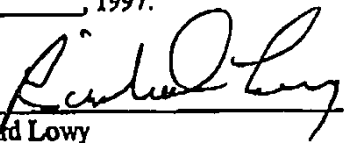
Incorporators

Address

Richard Lowy

8340 Ulmerton Road  
Suite 201  
Largo, FL 33771

IN WITNESS WHEREOF, I, the undersigned, have set my hand and seal to the foregoing Articles of Incorporation for First Federal Leasing, Inc. and acknowledge the same under the laws of the State of Florida, this 30 day of June, 1997.



Richard Lowy  
Incorporator and Registered  
Agent

firstart

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