

798000090561

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Nation Premium  
Finance, Inc.

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\*\*\*\*\*70.00 \*\*\*\*\*70.00

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DIVISION OF CORPORATION

Signature \_\_\_\_\_

Requested by: LS

10/23/98 8:56

Name \_\_\_\_\_

Date \_\_\_\_\_

Time \_\_\_\_\_

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

☒ Art of Inc. File \_\_\_\_\_  
\_\_\_\_ LTD Partnership File \_\_\_\_\_  
\_\_\_\_ Foreign Corp. File \_\_\_\_\_  
\_\_\_\_ L.C. File \_\_\_\_\_  
\_\_\_\_ Fictitious Name File \_\_\_\_\_  
\_\_\_\_ Trade/Service Mark \_\_\_\_\_  
\_\_\_\_ Merger File \_\_\_\_\_  
\_\_\_\_ Art. of Amend. File \_\_\_\_\_  
\_\_\_\_ RA Resignation \_\_\_\_\_  
\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_  
\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_  
\_\_\_\_ Cert. Copy \_\_\_\_\_  
☒ Photo Copy \_\_\_\_\_  
\_\_\_\_ Certificate of Good Standing \_\_\_\_\_  
\_\_\_\_ Certificate of Status \_\_\_\_\_  
\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_  
\_\_\_\_ Corp Record Search \_\_\_\_\_  
\_\_\_\_ Officer Search \_\_\_\_\_  
\_\_\_\_ Fictitious Search \_\_\_\_\_  
\_\_\_\_ Fictitious Owner Search \_\_\_\_\_  
\_\_\_\_ Vehicle Search \_\_\_\_\_  
\_\_\_\_ Driving Record \_\_\_\_\_  
\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_  
\_\_\_\_ UCC 11 Search \_\_\_\_\_  
\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_  
\_\_\_\_ Courier \_\_\_\_\_

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9 Printout OCT 23 1998

ARTICLES OF INCORPORATION  
OF  
NATION PREMIUM FINANCE, INC.

ARTICLE I-NAME

The name of this Corporation is **NATION PREMIUM FINANCE, INC.**

ARTICLE II-DURATION

This Corporation shall have a perpetual existence commencing on the Date of Filing.

ARTICLE III-PURPOSE

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

ARTICLE IV-CAPITAL STOCK

This Corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares".

ARTICLE V- INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered office of this Corporation is: **CARLOS J. ARBOLEYA, JR., P.A., 2550 South Dixie Highway, Miami, Florida 33133**

ARTICLE VI- INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial Director is:

<u>NAME</u>	<u>ADDRESS</u>
ANTONIO I. IGLESIAS	2500 NW 79 Avenue #204 Miami, FL 33122

THIS INSTRUMENT PREPARED BY:  
CARLOS ARBOLEYA, JR., ESQUIRE  
2550 SOUTH DIXIE HIGHWAY  
COCONUT GROVE, FL. 33133

FLORIDA BAR #817155

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#### ARTICLE VII-LAWS

The By-Laws of this Corporation may be adopted, altered, amended or repealed by either the Stockholder or Director.

#### ARTICLE VIII-INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

#### ARTICLE IX-PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE X-PRINCIPAL PLACE OF BUSINESS

The principal place of business of this Corporation is:  
2550 South Dixie Highway, Miami, Florida 33133.

#### ARTICLE XI-INCORPORATOR

The person signing these articles is: ANTONIO I. IGLESIAS  
of 12520 ALAMANDA DRIVE, NORTH MIAMI, FLORIDA 33181.

#### ARTICLE XII-AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 24th day of September, 1998.

  
ANTONIO I. IGLESIAS

ARTICLE XII-AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 24th day of September, 1998.

  
ANTONIO I. IGLESIAS

State of Florida                    )  
  )  
County of Miami-Dade            )

The foregoing instrument was acknowledged before me this 24th day of September, 1998, by ANTONIO I. IGLESIAS, who is personally known to me or who has produced his driver's license as identification and who did take an oath, and who, as Incorporator(s), executed the foregoing Articles of Incorporation of NATION PREMIUM FINANCE, INC., and acknowledged before me that he executed those Articles of Incorporation.

  
NOTARY PUBLIC, STATE OF FLORIDA.  
My Commission Expires:



CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED.

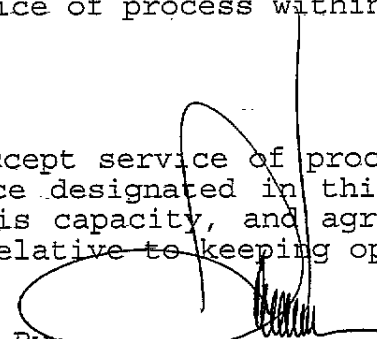
  
CARLOS J. ARBOLEYA, JR.

In pursuance of Chapter 607.34 Florida Statutes, the  
following is submitted, in compliance with said Act:

First-That NATION PREMIUM FINENCE, INC., desiring to  
organize under the laws of the State of Florida, with its  
principal office as indicated in the articles of incorporation  
at City of Miami, County of Dade, State of Florida, has named  
CARLOS J. ARBOLEYA JR., P.A., located at 2550 South Dixie  
Highway, City of Miami, County of Miami-Dade, State of Florida,  
as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above  
stated corporation, at place designated in this certificate. I  
hereby accept to act in this capacity, and agree to comply with  
the provision of said Act relative to keeping open said office.

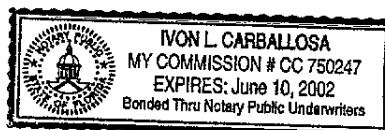
By:   
CARLOS J. ARBOLEYA, JR.

State of Florida                    )  
  )  
County of Miami-Dade            )

The foregoing instrument was acknowledged before me this  
24th day of September, 1998, by CARLOS J. ARBOLEYA, JR., who is  
personally known to me or who has produced his driver's license  
as identification and who did take an oath, and who, as  
Incorporator, executed the foregoing Articles of Incorporation  
of NATION PREMIUM FINANCE, INC., and acknowledged before me that  
he executed those Articles of Incorporation.

STATE OF FLORIDA                )  
  )  
COUNTY OF MIAMI-DADE        )

  
NOTARY PUBLIC, STATE OF FLORIDA  
My Commission Expires:



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## CERTIFICATE OF DESIGNATION

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## REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: NATION PREMIUM FINANCE, INC.

2. The name and street address of the registered agent and office is: CARLOS J. ARBOLEYA, JR.. P.A.  
2550 SOUTH DIXIE HIGHWAY

COCONUT GROVE. FL 33133

HAVE 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.

  
CARLOS J. ARBOLEYA, JR.. ESQ.