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January 11, 1999

ATTORNEYS' TITLE

SUBJECT: FIRST FINANCIAL GROUP, INC.

Ref. Number: W99000000731

We have received your document for FIRST FINANCIAL GROUP, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6927.

Tracy Smith Document Specialist

Letter Number: 199A00001304



ARTICLES OF INCORPORATION

OF

EISENBERG, INC.

The undersigned incorporators, for the purposes of forming a corporation under the Florida Business Corporations Act, Chapter 607, Florida Statutes, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I. NAME AND PRINCIPAL ADDRESS

The name of the corporation shall be EISENBERG, INC.. The principal address of the Corporation will be 5150 Tamiami Trail N., Suite 300, Naples, FL 34013. The mailing address shall be the same.

ARTICLE II. DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III. PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under Florida law.

ARTICLE IV. CAPITAL STOCK

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is one thousand (1,000) shares.

ARTICLE V. PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his 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 VI. REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 5150 Tamiami Trail N., Suite 300, Naples, FL 34013 and the name of the initial registered agent at that address is Glenn M. Eisenberg.

ARTICLE VII. INCORPORATORS

The name and address of each person signing these Articles is:

NAME ADDRESS

Glenn M. Eisenberg 5150 Tamiami Trail N., Suite 300 Naples, FL 34013

ARTICLE VIII. OFFICERS AND DIRECTORS

The name and street address of the initial officer(s) and director(s) who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

NAME ADDRESS

Glenn M. Eisenberg 5150 Tamiami Trail N., Suite 300 Naples, FL 34013

ARTICLE IX. INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X. AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 18th day of January, 1999.

Subscriber - Glenn M. Eisenberg

STATE OF FLORIDA)
SS:
COUNTY OF COLLIER)

BEFORE ME, the undersigned officer duly authorized to administer oaths, personally appeared Glenn M. Eisenberg known to be and known by me to be the person who executed the foregoing Articles of Incorporation, or who has produced a driver's license as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 18th day of January, 1999.

GAIL HOWARD
My Comm Exp. 4/18/00
Bonded By Service Ins
No. CC548517

NOTARY/PUBLIC State of Florida at Large My Commission Expires: Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May be Served

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That EISENBERG, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 5150 Tamiami Trail N., Suite 300, Naples, FL 34103, County of Collier, State of Florida, has named Glenn M. Eisenberg, located at 5150 Tamiami Trail N., Suite 300, Naples, FL 34103, County of Collier, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

I hereby certify that I am familiar with and accept the duties and responsibilities as registered agent for said Corporation.

Registered Agent

By:

Glenn M. Eisenberg

99 JAN 22 AM 10: 4: SECRETARY OF STATE