



UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

DIVISION OF  
CORPORATION FINANCE

Mailstop 3628

May 8, 2019

Timothy D. Hart  
President  
First National Funding LLC  
1620 Dodge Street  
Stop Code 3271  
Omaha, Nebraska 68197

**Re: First National Master Note Trust  
First National Funding LLC  
Registration Statement on Form SF-3  
Filed May 3, 2019  
File Nos. 333-231191 and 333-231191-01**

Dear Mr. Hart:

This is to advise you that we have not reviewed and will not review your registration statement.

Please refer to Rules 460 and 461 regarding requests for acceleration. We remind you that the company and its management are responsible for the accuracy and adequacy of their disclosures, notwithstanding any review, comments, action or absence of action by the staff.

Please contact Michelle Stasny at (202) 551-3674 with any questions.

Sincerely,

/s/ Arthur C. Sandel

Arthur C. Sandel  
Special Counsel  
Office of Structured Finance