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TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

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-08/15/95--01037--004
*****70.00 *****70.00

SUBJECT: Ace Cash Express, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Kristin K. Jordan
(Name of Person)

HARRIS, TUCKER & HARDIN, P.C.
(Firm/Company)

One Galleria Tower
13355 Noel Road, Suite 2100
(Address)

Dallas, Texas 75240-6604
(City/State/Zip)

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Should you need to call someone concerning this matter, please call:

Kristin K. Jordan / Kristin K. Jordan at (214) 716-3560
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check in the amount of $70.00 for the registration fee.

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. Ace Cash Express, Inc.
(Name of corporation: must include the word "INCORPORATED", "COMPANY","CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Texas
(State or country under the law of which it is incorporated)

3. 75-2142963
(FEI number, if applicable)

4. March 29, 1982
(Date of Incorporation)

5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")

6. Upon registration to transact business in Florida.
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)

7. Principal location: 1231 Greenway Drive, Suite 800, Irving, TX 75038

(Current mailing address)

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8. Retail Financial Services
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box NOT acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324
(Zip Code)

10. **Registered agent's acceptance:**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

(Registered agent's signature)
Michael E. Jones
Special Asst. Secty.

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. **DIRECTORS (Street address only- P. O . Box NOT acceptable)**

Chairman: Please see attached

Address:

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

B. **OFFICERS (Street address only- P. O. Box NOT acceptable)**

President: Please see attached

Address:

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Vice President:

Address:

Secretary:

Address:

Treasurer:

Address:

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Ace Cash Express, Inc.
By: Thomas E Larson   Vice President Finance
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Thomas E. Larson, Vice President Finance
(Typed or printed name and capacity of person signing application)

Board of Directors

Raymond C. Hemmig
Chairman
1231 Greenway Drive, Suite 800
Irving, TX 75038

Donald H. Neustadt
CEO/President
1231 Greenway Drive, Suite 800
Irving, TX 75038

Thomas E. Larson
CFO
1231 Greenway Drive, Suite 800
Irving, TX 75038

Raymond E. McCarty
Sr. Vice President of Operations
1231 Greenway Drive, Suite 800
Irving, TX 75038

Thomas J. Martin III
Director
241 Shady Hill
Richardson, TX 75080

Edward C. Rose III
Director
500 Crescent Court, Suite 250
Dallas, TX 75201

Marshall B. Payne
Director
500 Crescent Court, Suite 250
Dallas, TX 75201

Wallace M. Swanson
Director
5220 McKinney, Suite 200
Dallas, TX 75205

Howard Davis
Director
5430 Ursula Lane
Dallas, TX 75229

The State of Texas

SECRETARY OF STATE

IT IS HEREBY CERTIFIED, that
Articles of Incorporation
of

ACE CASH EXPRESS, INC.
CHARTER NO. 601905-00

were filed in this office and a certificate of incorporation was issued on
MARCH 29, 1982;

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IT IS FURTHER CERTIFIED, that no certificate of dissolution has been issued, and that the corporation is still in existence.

THE STATE OF TEXAS

IN TESTIMONY WHEREOF, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in the City of Austin, on July 13, 1995.

MAC

Antonio O. Garza, Jr.
Secretary of State