

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

PROFIT CORPORATION ANNUAL REPORT 1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
 Secretary of State
 DIVISION OF CORPORATIONS

APPROVED
 99 FEB 16 AM 9:14
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

DOCUMENT # F95000003942

1. Corporation Name
ACE CASH EXPRESS, INC.

Principal Place of Business
1231 GREENWAY DRIVE SUITE 800 IRVING TX 75038

Mailing Address
1231 GREENWAY DRIVE SUITE 800 IRVING TX 75038



DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified
08/14/1995
4. FEI Number
75-2142963 Applied For Not Applicable
5. Certificate of Status Desired **\$8.75** Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution **\$5.00** May Be Added to Fees
8. This corporation owes the current year Intangible Personal Property Tax Yes No
10. Name and Address of New Registered Agent

2. Principal Place of Business
 21 Suite, Apt. #, etc.
 22 City & State
 23 Zip Country
 24 25 29 30

2a. Mailing Address
 26 Suite, Apt. #, etc.
 27 City & State
 28 Zip Country

9. Name and Address of Current Registered Agent

**C T CORPORATION SYSTEM
 1200 SOUTH PINE ISLAND ROAD
 PLANTATION FL 33324**

81 Name
 82 Street Address (P.O. Box Number is Not Acceptable)
 83
 84 City
 FL 85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE

Signature, typed or printed name of registered agent and title (page 1 of 2) (NOTE: Registered Agent signature required for filing) DATE

12. OFFICERS AND DIRECTORS

TITLE	D	[] DELETE
NAME	PAYNE, MARSHALL B	
STREET ADDRESS	500 CRESCENT COURT SUITE 250	
CITY-ST-ZIP	DALLAS TX	
TITLE	D	[] DELETE
NAME	DAVIS, HOWARD W	
STREET ADDRESS	5430 URSUSLA LANE	
CITY-ST-ZIP	DALLAS TX	
TITLE	V	[] DELETE
NAME	MCCARTY, RAYMOND E	
STREET ADDRESS	1231 GREENWAY DR., STE 800	
CITY-ST-ZIP	IRVING TX	
TITLE	D	[] DELETE
NAME	ROSE III, EDWARD C	
STREET ADDRESS	500 CRESCENT COURT, STE 250	
CITY-ST-ZIP	DALLAS TX	
TITLE		[] DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

11 TITLE	President	[] Change	<input checked="" type="checkbox"/> Addition
12 NAME	Neustadt, Donald		
13 STREET ADDRESS	1231 Greenway Dr #800		
14 CITY-ST-ZIP	Irving, TX 75038		
21 TITLE	Secretary / CFO	[] Change	<input checked="" type="checkbox"/> Addition
22 NAME	Shipowitz, Jay B.		
23 STREET ADDRESS	1231 Greenway Dr Suite 800		
24 CITY-ST-ZIP	Irving, TX 75038		
31 TITLE	VP-Operations Support	[] Change	<input checked="" type="checkbox"/> Addition
32 NAME	Caulk, James A.		
33 STREET ADDRESS	1231 Greenway Dr Suite 800		
34 CITY-ST-ZIP	Irving TX 75038		
41 TITLE		[] Change	[] Addition
42 NAME			
43 STREET ADDRESS			
44 CITY-ST-ZIP			
51 TITLE			
52 NAME			
53 STREET ADDRESS			
54 CITY-ST-ZIP			
61 TITLE			
62 NAME			
63 STREET ADDRESS			
64 CITY-ST-ZIP			

700002780687--9
 -02/19/99--01051--008
 *****52.50 *****52.50
 700002780687--91
 -02/19/99--01051--009
 *****900.00 *****106.25

Handwritten signature and date: JB-99 2-8-99

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(b) Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath, that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes, and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address with all other like empowered.

SIGNATURE: *Donald B. Neustadt* 1/28/99 972-560-5000
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

0541895

CR2E034 (1/198)