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ARTICLES OF INCORPORATION

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OF

SECRETARY OF STATE TALLAHASSEE, FLORIDA

VALUE CASH ADVANCE, INC.

The undersigned, being a natural person of legal age, does hereby desire to form a corporation under the laws of the State of Florida and does hereby adopt the following Articles of Incorporation.

ARTICLE I

NAME

The name of the Corporation shall be Value Cash Advance, Inc., and the business address and location of the Corporation shall be 101 Sunnytown Road, Suite 310, Casselberry, Florida 32707.

ARTICLE II

CORPORATE DURATION

This Corporation shall commence to exist upon the filing of these Articles of Incorporation. The duration of the Corporation is perpetual.

ARTICLE III

GENERAL PURPOSE OF CORPORATION

The general purpose for which the Corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act and to do all and everything necessary, suitable, or proper for the accomplishment of that purpose, the attainment of any objectives, or the exercise of any authority therein set forth, either alone or in conjunction with any other corporation, firm, or individual, and either as principal or agent, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the above-mentioned objects, purposes or authority.

<u>ARTICLE IV</u>

CAPITAL STOCK

The aggregate number of shares for which the Corporation is authorized to issue is 10,000. Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 101 Sunnytown Road, Suite 310, Casselberry, Florida 32707, and the name of the initial registered agent of this Corporation at that address is Brad E. Whittle.

ARTICLE VI

INITIAL DIRECTORS

This Corporation shall initially have two directors. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders. The initial directors of this Corporation shall be John D. Thedford and Brad E. Whittle.

ARTICLE VII

INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation are as follows: Tucker H. Byrd, 111 North Orange Avenue, 20th Floor, Orlando, Florida 32801.

ARTICLE VIII

AMENDMENT

This Corporation reserves the right to amend, alter, change or repeal any provisions contained in this Certificate of Incorporation in the manner now or hereafter prescribed by statute.

IN WITNESS WHEREOF, the undersigned, being the subscriber to these Articles of Incorporation, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, does make and file this Certificate, hereby declaring and certifying that the facts herein stated are true and hereunto sets his hand and seal this 2200 day of 1998.

Tucker H. Byrd, Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named in Article V as Registered Agent to accept service of process for this Corporation at the place designated in Article V, 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.

Brad E. Whittle

Dated: 7-8, 1998.

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