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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

October 7, 1998

DALIA FALCON 432 NW 113 AVE CORAL SPRINGS, FL 33071

SUBJECT: BARGAIN PAWN II, INC.

Ref. Number: W98000022734

We have received your document for BARGAIN PAWN II, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(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.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

If you have any further questions concerning your document, please call (850) 487-6915.

Pamela Hall Document Specialist

Letter Number: 598A00049705

JACK FALCON

439: N.W 1/3 AVE

CORAL SPRINGS FL.3307/.

AGGARDING LETTER # 598 A 000 49705.

DEAR PAMELA HALL

AS OUR CONVERSATION REGARDING BARGAIN PAUN IN
I'M OFFILIATED WITH BARGAIN PAWN II AND MY
WIFE WILL BE THE ONE TO OPEN THAT
CORPORATION.

AT THE SAME TIME I'M GOING TO FILE

THE CLOSING OF BARGAIN PAWN, INC

PLEASE YOU CAN LET MY WIFE USE THE

NAME BARGAIN PAWN IT INC.

THANK JOU!

ARTICLES OF INCORPORATION

OF

FILED

98 OCT 15 M 9:38

SECRETARY OF STATE TALLAHASSEE, FLORIDA

Bargain Pawn II, Inc.

The undersigned subscribes to these Articles of TALLA Incorporation, natural person, competent to contract, does hereby form a corporation for profit under the laws of the State of Florida. Corporate existence shall begin upon the acceptance of the State of Florida of these Articles. This corporation is to be a Small Business Corporation as defined in Section 1244 Subdivision (c) (2) of the Internal Revenue Code.

ARTICLE I. Name. The name of the corporation is

Bargain Pawn II, Inc.

ARTICLE II. <u>Term of Existence</u>. This corporation shall have perpetual existence.

ARTICLE III. <u>Nature of Business</u>. This corporation is engaged in the real estate activity or business permitted under the laws of the United States and of this State.

ARTICLE IV. <u>Capital Stock</u>. This corporation is authorized to issue 1,000 shares with \$1.00 par value.

ARTICLE V. <u>Voting Rights</u>. Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI. <u>Preemptive Rights</u>. Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rate share thereof (as nearly as may be done without issuance of fractional

shares) at the price at which it is offered to others.

ARTICLE VII. <u>Initial Registered Office and Agent</u>. The street address of the initial registered office of this corporation is: 432 N.W. 113 Avenue, Coral Springs, Florida 33071, and the name of the initial registered agent of this corporation at that address is Dalia Falcon.

ARTICLE VIII. <u>Initial Board of Directors</u>. The corporation shall have 2 Director(s) initially. The number of Directors may be either increased or diminished from time to time by the by-laws but never be less than one. The name and address of the initial Director(s) of this corporation are:

Dalia Falcon

Dalia Falcon 432 N.W. 113 Avenue Coral Springs, Florida 33071

Ester Solomon 11371 Lakeview Drive Coral Springs, Florida 33071

ARTICLE IX. Officers. The initial officers of the corporation will be: Dalia Falcon, President, and Ester Solomon, Secretary, and Treasurer.

ARTICLE X. <u>Incorporator</u>. The person signing these Articles of Incorporation has the following name and address:

Dalia Falcon 432 N.W. 113 Avenue Coral Springs, Florida 33071

ARTICLE XI. <u>By-Laws</u>. The power to adopt, alter, amend or re-peal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE XII. Amendment. The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any

right conferred upon the shareholders is subject to this reservation.

ARTICLE XIII. The Street address of the Principal place of business is: 1799-1 North State Road 7, Margate, Florida 33063.

ARTICLE XIV. The registered agent and the corporate officer are the same, but at different places.

ARTICLE XV. The corporation shall be effective upon acceptance by the State of Florida of these articles.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 1st day of October, 1998.

See Page 4 for signature (SEAL)

STATE OF FLORIDA }
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared, Dalia Falcon, known to be and known by me to be the person who executed the foregoing Articles of Incorporation and he/she acknowledged before me that he/she executed the same for the use and purposes therein expressed.

WITNESS my hand and official seal this 1st day of October, 1998.

NOTARY PUBLIC

10/1/98

My Commission Expires:

PAUL DOBRIN
MY COMMISSION # CC 772968
EXPIRES: 09/07/7/2002

-800-3-NOTARY Fla. Notary Services & Bonding Co.

FILED 98 OCT 15 AM 9:38 SECRETARY OF STATE TALLAHASSEE, FLORIDA

I, Dalia Falcon, do hereby consent to serve as registered agent for the corporation, Bargain Pawn II, Inc. this 1st day of October, 1998.

Dalia Falcon INCORPORATOR/REGISTERED AGENT

Address of registered agent:

432 N.W. 113 Avenue Coral Springs, Florida 33071