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Apr 30 1998 8:00am  
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
DOCUMENT # 847117 (9) 1. Corporation Name THE MONEY STORE INVESTMENT CORPORATION		

Principal Place of Business 3301-C STREET STE 100-M SACRAMENTO CA 95816 US	Mailing Address 3301-C SUITE 100-M SACRAMENTO CA 95816 US
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2. Principal Place of Business 21 707-3rd Street Suite, Apt. #, etc. 22 2nd Floor North City & State 23 West Sacramento, CA Zip 24 95605	2a. Mailing Address 25 707-3rd Street Suite, Apt. #, etc. 27 2nd Floor North City & State 28 West Sacramento, CA Zip 29 95605	Country USA
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9. Name and Address of Current Registered Agent CORPORATION SERVICE COMPANY 1201 HAYS STREET TALLAHASSEE FL 32301-2525		81 Name 82 Street Address (P.O. Box Number is Not Acceptable) 83 84 City 85 Zip Code FL
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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 \_\_\_\_\_ (NOTE: Registered Agent signature required when reinstating) DATE \_\_\_\_\_

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VD TURTLETAUB, ALAN 65 DORISON DR SHORT HILLS NJ <input type="checkbox"/> DELETE	1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY-ST-ZIP	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition 2840 Morris Avenue Union, NJ 07083
TITLE NAME STREET ADDRESS CITY-ST-ZIP	DCEO TURTLETAUB, MARC 3301 C ST STE 100-M SACRAMENTO CA <input type="checkbox"/> DELETE	2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY-ST-ZIP	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition 707 3rd Street West Sacramento, CA 95605
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VSD DEAR, MORTON 22 FORDHAM ROAD LIVINGSTON NJ <input type="checkbox"/> DELETE	3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY-ST-ZIP	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition 2840 Morris Avenue Union, NJ 07083
TITLE NAME STREET ADDRESS CITY-ST-ZIP	DP LELIAKOV, PAUL I 3301 C STREET, SUITE 100-M SACRAMENTO CA <input type="checkbox"/> DELETE	4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY-ST-ZIP	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition 707-3rd Street West Sacramento, CA 95605
TITLE NAME STREET ADDRESS CITY-ST-ZIP	T PUGLISI, HARRY J 2840 MORRIS AVENUE UNION NJ <input type="checkbox"/> DELETE	5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY-ST-ZIP	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition 707-3rd Street West Sacramento, CA 95605
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> DELETE	6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition V James Baemal 707-3rd Street West Sacramento, CA 95605

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), 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.

SIGNATURE:  Terence Sharp 4-22-98 (916) 612-1044

CR2E034 (10/97)

**THE MONEY STORE INVESTMENT CORPORATION**  
**Officers and Directors**

			<b>Date effective:</b>
<b>CEO/Director</b>	<b>Marc J. Turtletaub</b>	<b>707-3rd Street W. Sacramento, CA 95605</b>	<b>12/31/93</b>
<b>President/Director</b>	<b>Paul I. Leliakov</b>	<b>707-3rd Street W. Sacramento, CA 95605</b>	<b>01/04/96</b>
<b>Executive Vice President</b>	<b>James B. Baemel</b>	<b>707-3rd Street W. Sacramento, CA 95605</b>	<b>02/28/97</b>
<b>VP/Director</b>	<b>Alan Turtletaub</b>	<b>2840 Morris Avenue Union, NJ 07083</b>	<b>12/31/93</b>
<b>EVP/Sec/Director</b>	<b>Morton Dear</b>	<b>2840 Morris Avenue Union, NJ 07083</b>	<b>12/31/93</b>
<b>Treasurer</b>	<b>Harry Puglisi</b>	<b>707-3rd Street W. Sacramento, CA 95605</b>	<b>12/31/93</b>
<b>Assistant Secretary</b>	<b>Terence Sharp</b>	<b>707-3rd Street W. Sacramento, CA 95605</b>	