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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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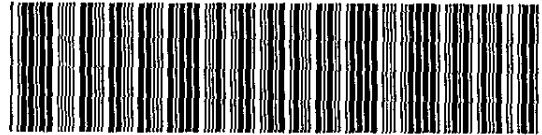
(Business Entity Name)

(Document Number)

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STATE OF FLORIDA
TALLAHASSEE, FLORIDA

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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Florida Pawnbrokers Holding Corporation
(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:

Stephen L. Solomon, Esq.
(Name of Person)

Attorney at Law
(Firm/Company)

7407 Hour Glass Circle
(Address)

Dallas, Texas 75252-8133
(City/State and Zip code)

For further information concerning this matter, please call:

Stephen L. Solomon, Esq. at (214) 597-1909
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☒ \$87.50 Filing Fee, Certificate of Status & Certified Copy

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. Florida Pawnbrokers Holding Corporation

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Nevada

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

3. _____

(FEI number, if applicable)

4. August 10, 2004

(Date of incorporation)

5. Perpetual

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

6. September 3, 2004

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 3014 West New Haven Avenue, W. Melbourne, Florida 32904

(Principal office address)

3165 West New Haven Avenue, W. Melbourne, Florida 32904

(Current mailing address)

8. Any and all lawful activities permitted by a corporation.

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

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

Name: CT Corporation System

Office Address: 1200 S. Pine Island Road

Plantation

(City)

, 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.

Mark Holloway
(Registered agent's signature)

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 business addresses of officers and/or directors:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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A. DIRECTORS

Chairman: James Bennett

Address: 3165 W. New Haven Avenue
W. Melbourne, FL 32904

Vice Chairman: Ed Dolan

Address: 368 Angelo Lane
Cocoa Beach, FL 32931

Director: Stephen L. Solomon, Esq.

Address: 7407 Hour Glass Circle
Dallas, Texas 75252-8154

Director: no others

Address: _____

B. OFFICERS

President: James Bennett

Address: 3165 W. New Haven Avenue
West Melbourne, FL 32904

Vice President: Ed Dolan

Address: 368 Angelo Lane
Cocoa Beach, FL 32931

Secretary: Stephen L. Solomon, Esq.

Address: 7407 Hour Glass Circle; Dallas, Texas 75252-8154

Treasurer: Ed Dolan

Address: 360 Angelo Lane, Cocoa Beach, FL 32931

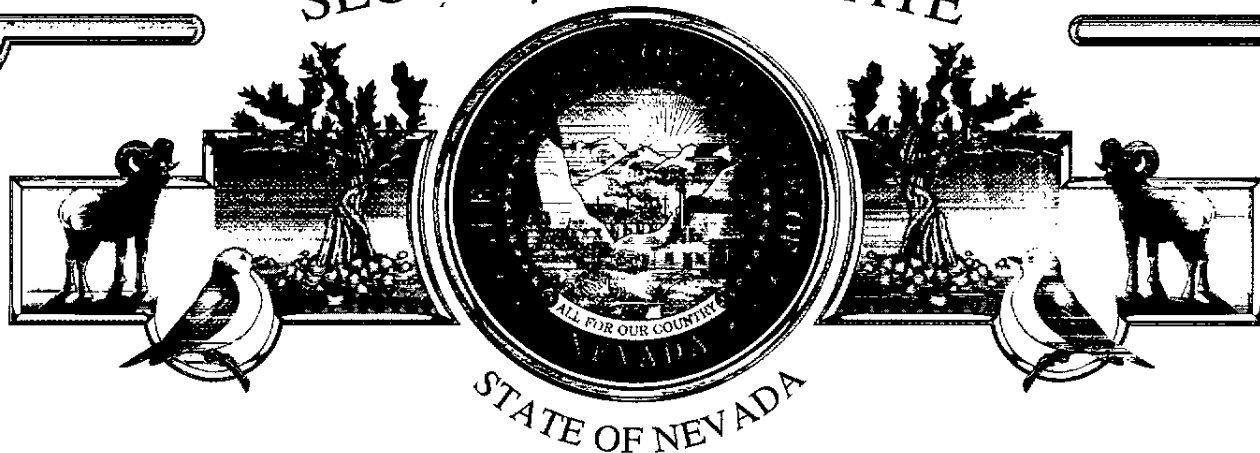
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TALLAHASSEE, FLORIDA

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

13. Stephen L. Solomon Stephen L. Solomon, Director & Secretary
(Signature of Director or Officer listed in number 12 of the application)

14. Stephen L. Solomon, Director & Secretary
(Typed or printed name and capacity of person signing application)

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, non-profit corporations, corporation soles, limited-liability companies, limited partnerships, limited-liability limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **FLORIDA PAWNBROKERS HOLDING CORPORATION** as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since August 10, 2004, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand
and affixed the Great Seal of State, at my office, in
Carson City, Nevada, on September 7, 2004.



DEAN HELLER
Secretary of State

By

Certification Clerk



DEAN MELLER
Secretary of State
206 North Carson Street
Carson City, Nevada 89701-4299
(775) 684 5708
Website: secretaryofstate.biz

FILED #21350-2004

AUG 10 2004

IN THE OFFICE OF
DEAN MELLER, SECRETARY OF STATE

Articles of Incorporation

(PURSUANT TO NRS 78)

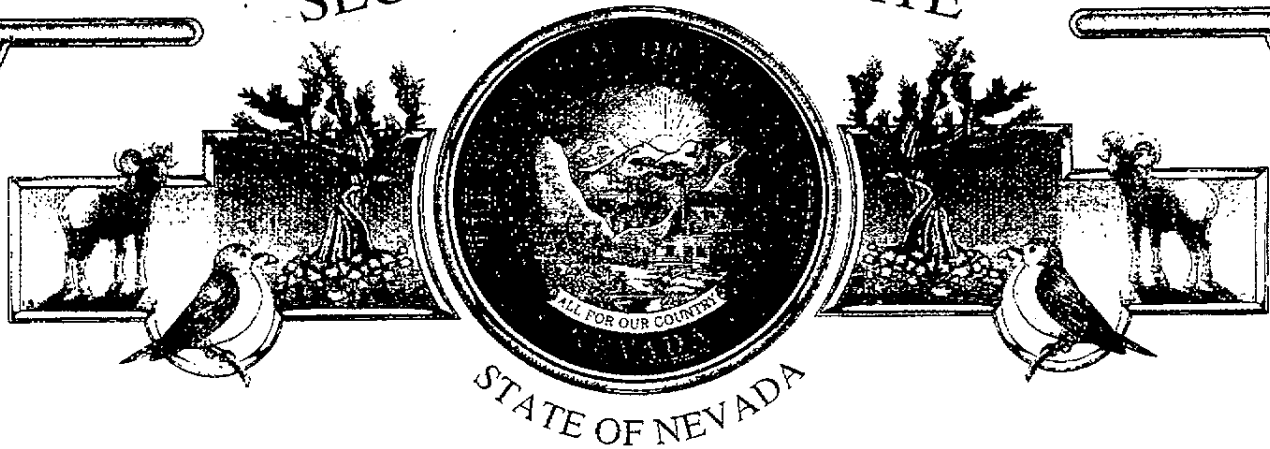
Important: Read attached instructions before completing form.

ABOVE SPACE IS FOR OFFICE USE ONLY

1. Name of Corporation:	Florida Pawnbrokers Holding Corporation		
2. Resident Agent Name and Street Address:	Corporation Trust Company of Nevada 6100 Neil Road, Suite 500 Reno, NEVADA 89511 City State Zip Code Optional Mailing Address City State Zip Code		
3. Shares:	Number of shares with par value: 1000 Par value: \$ 1.01 Number of shares without par value: 0		
4. Names & Addresses of Initial Directors/Trustees:	1. Victor S. Guerrero Name 720 Ashbury Lane Melbourne, FL 32940-5025 Street Address City State Zip Code 2. Name Street Address City State Zip Code 3. Name Street Address City State Zip Code		
5. Purpose:	The purpose of this Corporation shall be: Any and all lawful activities permitted by a Nevada corporation.		
6. Name, Address and Signature of Incorporator:	Stephen Solomon Name Signature 7407 How Glass Circle Dallas, Texas 75052-3133 Address City State Zip Code		
7. Certificate of Acceptance of Appointment of Resident Agent:	I hereby accept appointment as Resident Agent for the above named corporation. Authorized Signature of R. A. or On Behalf of R. A. Company August 10, 2004 Mark Hollibaugh, Asst. Sec.		

This form must be accompanied by appropriate fees. See attached fee schedule.

SECRETARY OF STATE



CORPORATE CHARTER

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that **FLORIDA PAWNBROKERS HOLDING CORPORATION** did on **August 10, 2004** file in this office the original Articles of Incorporation; that said Articles are now on file and of record in the office of the Secretary of State of the State of Nevada, and further, that said Articles contain all the provisions required by the law of said State of Nevada.

IN WITNESS WHEREOF, I have hereunto set my hand
and affixed the Great Seal of State, at my office, in Carson
City, Nevada, on **August 11, 2004**.



DEAN HELLER
Secretary of State

By

Certification Clerk