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TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

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-01/29/98--01031--005
*****70.00 *****70.00

SUBJECT: QUICK CASH PACIFIC, INC.
(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:

Roger P. Cooper
(Name of Person)

Quick Cash Pacific, Inc.
(Firm/Company)

1012 N. Pine Avenue
(Address)

Ocala, FL 34470
(City, State and Zip Code)

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DIVISION OF CORPORATIONS

Should you need to call someone concerning this matter, please call:

Roger Cooper at (352) 401-0755
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:**

1. QUICK CASH PACIFIC, INC.

(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Oregon

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

3. 93-1231714

(FEI number, if applicable)

4. November 7, 1997

(Date of incorporation)

5. _____

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

6. January 1998

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))

7. 1012 North Pine Avenue

Ocala, FL 34470

(Current mailing address)

8. Title Loan Company

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

9. Name and street address of Florida registered agent:

Name: Charles L. Cooper, Jr.

Office Address: 2414 E. Plaza Drive

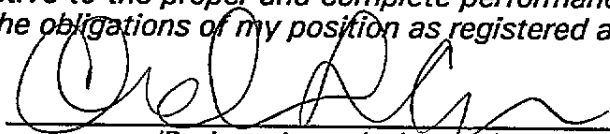
Tallahassee

, Florida , 32308

(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.



(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.

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12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: Roger P. Cooper

Address: 3210 Lisa Court
Tallahassee, FL 32308

Vice Chairman: Richard Tucker

Address: 855 Violet Street
Tallahassee, FL 32308

Director: Charles L. Cooper

Address: 2414 E. Plaza Drive
Tallahassee, FL 32308

Director: _____

Address: _____

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B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Roger P. Cooper

Address: 3210 Lisa Court
Tallahassee, FL 32308

Vice President: Richard Tucker

Address: 855 Violet Street
Tallahassee, FL 32308

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. _____

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Roger P. Cooper, President

(Typed or printed name and capacity of person signing application)

CERTIFICATE

State of Oregon

OFFICE OF THE SECRETARY OF STATE
Corporation Division

I, PHIL KEISLING, Secretary of State of Oregon, and Custodian of the Seal of said State, do hereby certify:

QUICK CASH PACIFIC, INC.

was

incorporated

under the Oregon

Business Corporation Act

on

November 7, 1997

and is active on the records of the Corporation Division as
of the date of this certificate.

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*In Testimony Whereof, I have hereunto set
my hand and affixed hereto the Seal of the
State of Oregon.*

PHIL KEISLING, Secretary of State

By

Sally L. Burdick
Sally L. Burdick

January 16, 1998