

L 36903  
SPEEDEE CASH

SPEEDEE CASH MANAGEMENT COMPANY, INC.

P.O. Box 535  
Crestview, Florida 32536  
904-682-0475 Fax: 904-682-0930

Sandra B. Mortham  
Florida Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL. 32314

200002114632--1  
-03/17/97--01034--014  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Please find enclosed, original and one copy of Admentment to the Articles of Incorporation, for Quick Cash of Panama City, Inc.

We would appreciate if the department would see that these documents are properly filed and a copy so marked returned to us at:

Quick Cash of Panama City, Inc.  
P O Box 535  
Crestview, FL 32536

Our check for \$ 35.00 to cover the filing fee, is also enclosed.

Sincerely yours,  
David N. Ring, President

97 MAR 17 PM 1:49  
nc

MAR 1 1997

FILED  
97 MAR 17 PM 1:49

AMENDMENT TO THE ARTICLES OF INCORPORATION  
OF  
QUICK CASH OF PANAMA CITY, INC.

The above named corporation, pursuant to a special meeting of the board and stockholders held on December 15, 1996, a copy of which is attached, amends ARTICLE 1-NAME, of its original Articles of Incorporation to read SPEEDEE CASH OF ALABAMA, INC. The effective date of the change is to be January 1, 1997.

IN WITNESS WHEREOF, the undersigned director, being the sole director and stockholder of the Corporation, has executed this Amendment of the Articles of Incorporation this 2 day of December, 1997.

Signature of Director

David N. Ring  
David N. Ring - President

STATE OF Florida  
COUNTY OF Okaloosa

THE FOREGOING instrument was acknowledged and sworn to before me this 2 day of January, 1997 by David N. Ring, sole director and stockholder of QUICK CASH OF PANAMA CITY, INC.

NOTARY PUBLIC

Patricia M. Mann  
My Commission Expires: 10/15/2000



MINUTES OF THE SPECIAL MEETING OF THE BOARD & STOCKHOLDERS

OF

QUICK CASH OF PANAMA CITY, INC.

A special meeting of the Board and Stockholders of the corporation was held at the companys' offices on December 15, 1996 at 1:00 pm.

The following directors and stockholders were present: David N. Ring. being the sole director and stockholder.

Mr. Ring presented and read a wavier of notice of the meeting, a copy of which is attached.

Mr. Ring then stated that the purpose of the meeting was to discuss methods by which his affiliated companies might operate more efficiently.

It was decided that it would be best to operate each corporation by state. That is, each affiliated corporate entity would operate offices of one particular state rather having offices from several different states within the entity. By doing this Mr. Ring could eliminate at least three corporate filings and could direct management resources more efficiently.

In order to achieve the above operating structure it was decided that Quick Cash of Panama City would transfer all of it's Georgia assets to Speedee Cash of Valdosta, Inc., an affiliated company, in exchange for cash at book value and would transfer all of it's Florida assets to Appliance and TV Rentals, Inc., also an affiliated company, for cash at book value. At the same time, in order to move the Alabama operations into an entity alone, Appliance and TV Rentals, Inc. is to transfer all of its Alabama assets to Quick Cash of Panama City, Inc., for cash at book value. There after Quick Cash of Panama City, Inc. is to change its name to SPEEDEE CASH OF ALABAMA, INC.

The above transfers are to be affected on December 31, 1996 after the close of business of each entity involved. All fillings needed to inform the state of Florida of the above changes are to be made.

Mr. Ring being the sole director and stockholder of the company made a motion and seconded it that the transfers be made.

There being no further business before the board and stockholders, on motion made, seconded and carried, the meeting was adjourned.

Date: December 15, 1996

                    *DeWany*                    

The Waiver of Notice has been appended to the minutes of this meeting.