

TRANSMITTAL LETTER

P00000035428

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Calhoun Cash Advance, Inc.
(Proposed corporate name - must include suffix)

300003194203--7
-04/03/00--01143--009
*****87.50 *****87.50

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Lawrence J. Marraffino, Esq.
Name (Printed or typed)

309 NE. First Street

Address

Gainesville, FL 32601
City, State & Zip

(352) 376-0102

Daytime Telephone number

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR -3 PM 5:50

NOTE: Please provide the original and one copy of the articles.

CA 4/6/00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 APR -3 PM 5: 50

**ARTICLES OF INCORPORATION
FOR
Calhoun Cash Advance, Inc.**

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

ARTICLE I - NAME

The name and principal address of the corporation shall be:

Calhoun Cash Advance, Inc.
2606 NW 6th Street, Unit O
Gainesville, FL 32609

ARTICLE II - PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE III - STATED CAPITAL

The corporation is authorized to issue 100 shares of common stock having \$1.00 (one dollar) par value per share.

Each outstanding share, regardless of class, shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

The shares of stock may be issued for such consideration, having a value not less than the par value of the shares issued therefore, as is to be determined from time to time by the Board of Directors, to be paid, in whole or part, in cash or other property, tangible or intangible, or labor or services actually performed for the corporation. Shares may not be issued until full amount of the consideration therefore has been paid. Thereafter, such share shall be deemed to be fully paid and nonassessable.

ARTICLE IV - BOARD OF DIRECTORS

All corporate powers should be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, The Board of Directors.

Any and all of the powers and duties conferred to or imposed upon the Board of Directors, by resolution of the share holders adopted at a special meeting called for that purpose, may be exercised or performed to such extent and by such person or persons as shall be provided by the shareholders.

The corporation shall have one director initially. The number of directors may be thereafter increased or decreased from time to time in accordance with the bylaws of the corporation.

The name and street address of the initial director who shall hold office until his successors, who shall be chosen at the first meeting of the stockholders, have qualified shall be:

LEE CALHOUN
2606 NW 6th Street, Unit O
Gainesville, FL 32609

ARTICLE V - INDEMNIFICATION

The corporation shall indemnify any present or former officer or director, or person exercising powers or duties of a director, to the full extent now or hereafter permitted by law.

ARTICLE VI - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders, but the Board of Directors may not alter, amend or repeal any bylaws adopted by the shareholders if the shareholders provide that the bylaws shall not be altered, amended or repealed by the Board of Directors.

ARTICLE VII - AMENDMENT

These Articles of Incorporation may be amended at any time by vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or at any special meeting of the stockholders called for that purpose.

ARTICLE VIII - INCORPORATOR

00 APR -3 PM 5: 50

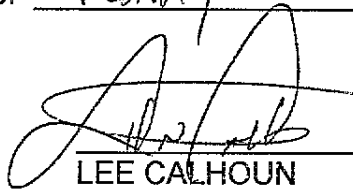
The name and address of the Incorporator to these Articles of Incorporation is:

LEE CALHOUN
2606 NW 6th Street, Unit O
Gainesville, FL 32609

ARTICLE IX - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Office and Agent of the corporation is: 2606 NW 6th Street, Unit O, Gainesville, FL 32609 and the name of the Initial Registered Agent of the corporation at that address is: **LEE CALHOUN**

IN WITNESS WHEREOF, the undersigned, as Incorporator, hereby executes these Articles of Incorporation this 18 day of February, 2000.



LEE CALHOUN

Registered Agent & Incorporator
I hereby accept designation as the
Registered Agent.

STATE OF FLORIDA
COUNTY OF ALACHUA

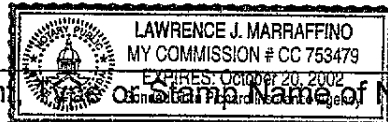
Before me, the undersigned authority, an officer of duly authorized to administer oaths and take acknowledgments, personally appeared LEE CALHOUN who is known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS, my hand and official seal this 18 day of February, 2000 at Gainesville, Alachua County, Florida.



NOTARY PUBLIC
State of Florida at Large

My commission expires:



Print Name of Notary

- Personally known to me, or
- Produced identification: Driver's License