

# P00000072613

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**FAST PAYDAY LOANS, INC.**

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November 26, 2008

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

FAST PAYDAY LOANS, INC.  
8601 DUNWOODY PL., STE. 406  
ATLANTA, GA 30350

SUBJECT: FAST PAYDAY LOANS, INC.  
REF: P00000072613

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

If shareholder approval was not required, a statement to that effect must be contained in the document.

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Cheryl Coulliette  
Regulatory Specialist II

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November 25, 2008

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

FAST PAYDAY LOANS, INC.  
8601 DUNWOODY PL., STE. 406  
ATLANTA, GA 30350

SUBJECT: FAST PAYDAY LOANS, INC.  
REF: P00000072613

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You must have the manner and date of adoption of these amended and restated articles.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Cheryl Coulliette  
Regulatory Specialist II

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**2008 NOV 28 PM 3: 38**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

**FIRST AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
FAST PAYDAY LOANS, INC.**

**RECITALS**

The undersigned, as Vice-President of Fast Payday Loans, Inc., a Florida corporation (the "Corporation"), hereby certifies to the State of Florida Department of State, under a power contained in Section 607.1007 of the Florida Business Corporation Act (the "Florida Statutes"), that:

The original Articles of Incorporation of the Corporation were filed on July 31, 2000 with the Florida Secretary of State under the name "Florida Auto Loans, Inc.;"

On December 29, 2004, the Corporation amended its name to "Fast Payday Loans, Inc." by the filing of Articles of Amendment to Articles of Incorporation with the Florida Secretary of State;

These Amended and Restated Articles of Incorporation were adopted by an affirmative vote of a majority of the Board of Directors of the Corporation on November 24, 2008 and shareholder action was not required; and

Any amendments to these Amended and Restated Articles of Incorporation have been adopted pursuant to Section 607.1007(5), Florida Statutes and there are no discrepancies between the Corporation's Articles of Incorporation and these Amended and Restated Articles of Incorporation other than the inclusion of these amendments and other matters of historic interest.

NOW, THEREFORE, it is resolved that the Corporation's Articles of Incorporation (which, as hereafter restated or amended from time to time, are herein called the "Articles"), are hereby amended and restated in their entirety as follows:

#### ARTICLE I

NAME. The name of this Corporation is FAST PAYDAY LOANS, INC.

#### ARTICLE II

PRINCIPAL OFFICE. The street address of the principal office, and, if different, the mailing address of the corporation is: 8601 Dunwoody Place, Suite 406, Atlanta, Georgia 30350.

#### ARTICLE III

SHARES. The number of shares the corporation is authorized to issue is: 100,000 shares at \$1 par value each.

#### ARTICLE IV

REGISTERED OFFICE. The street address of the registered office of the Corporation is 1200 South Pine Island Rd. City of Plantation, Florida 33324, and the name of the registered agent of this Corporation at that address is C T Corporation System.

#### ARTICLE V

BOARD OF DIRECTORS. The business of this Corporation shall be managed by a board of Directors consisting of not fewer than one (1) person, the exact number in the determined from time to time in accordance with the Bylaws. The names of the directors who shall act until their successors are duly chosen and qualified is:

Robert I. Reich

## ARTICLE VI

**OFFICERS.** The names, addresses and titles of each officer being appointed by the board of Directors are:

Robert I. Reich	8601 Dunwoody Place Suite 406 Atlanta, Georgia 30350	President & CEO
Terry E. Fields	8601 Dunwoody Place Suite 406 Atlanta, Georgia 30350	Vice-President, CFO, Treasurer, and Secretary

## ARTICLE VII

**FIRST.** These Articles may be amended or repealed by an affirmative vote of a majority of the board of directors without shareholder action and shareholder action was not required.

**SECOND:** The undersigned acknowledges these First Amended and Restated Articles of Incorporation to be the act of the Corporation and, as to all matters and facts required to be verified under oath each of the undersigned acknowledges that, to the best of his knowledge, information and belief, these matters and facts are true in all material respects and that this statement is made under penalties for perjury.

*[SIGNATURE APPEARS ON THE FOLLOWING PAGE]*

IN WITNESS WHEREOF, the undersigned subscriber has executed these First Amended and Restated Articles of Incorporation this 24<sup>th</sup> day of November, 2008.

**FAST PAYDAY LOANS, INC.**

By: 

Name: Terry E. Fields

Title: Vice-President