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Florida Department of State
Division of Corporations
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To:
Division of Corporations
Fax Number : (850)205-0381

From:
Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
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FLORIDA PROFIT CORPORATION OR P.

CASH ALL CHECKS, INC.

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TALLAHASSEE, FLORIDA

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ARTICLE OF CORPORATION
OF
CASH ALL CHECKS, INC.

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TALLAHASSEE, FLORIDA

The undersigned, a natural person competent to contract, for the purpose for forming a corporation under the Florida General Corporation Act hereby adopts the following Articles of Incorporation.

ARTICLE 1 - NAME

The name of the corporation shall be: CASH ALL CHECKS, INC.

The principal place of business of this corporation shall be :

925, LENOX AVE. MIAMI BEACH, FLA. 33139

ARTICLE II - DURATION

Term of existence of the corporation is perpetual.

ARTICLE III - PURPOSE

The corporation shall be engaged in any business for which Corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the corporation has Authority to issue is 7,500, all of which shall be common shares with par Value of \$ 1.00 per share. There shall be no cumulative voting.

ARTICLE V - PREEMPTIVE RIGHTS GRANTED

Each share holder of any class of stock of this corporation shall be Entitled to full preemptive rights to purchase any un issued or treasury shares Of the corporation and any securities of the corporation convertible into or Carrying a right to subscribe to or acquire shares of any such un issued or Treasury shares.

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ARTICLE VI - REGISTERED OFFICE

The street, address of the initial registered office of the Corporation is :

925, LENOX AVE. MIAMI BEACH, FLA. 33139

and the name of the initial registered agent at such address is :

NADIA DUDAI

ARTICLE VII - PRINCIPAL OFFICE

The initial street address of the principal office of the Corporation in the State of Florida is :

925, LENOX AVE. MIAMI BEACH, FLA. 33139

The Board of Directors may, from time to time, move the Principal office to any other address.

ARTICLE VIII - DIRECTORS

The corporation shall have one (1) director initially. The number of Directors may be increased or diminished from time to time bylaws adopted by the stockholders, but shall never be less than one (1).

The names and addresses of the members of the first Board of Directors are :

NAME	ADDRESS
NADIA DUDAI, PRESIDENT,	925, LENOX AVE. MIAMI BEACH, FLA. 33139
SIMON DUDAI, V/PRESIDENT	" " " "

The above directors of the corporation shall serve until their Successors are elected and qualified to serve pursuant to the corporation's Bylaws.

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ARTICLE IX - AMENDMENTS

This corporation reserves the right to amend or repeal Any provision contained in these Articles of Incorporation, or any Amendment hereto, and any right conferred upon shareholder is Subject to this reservation.

ARTICLE X - INCORPORATOR

The name and address of the Incorporator is :

NAME

ADDRESS

CASH ALL CHECKS, INC.

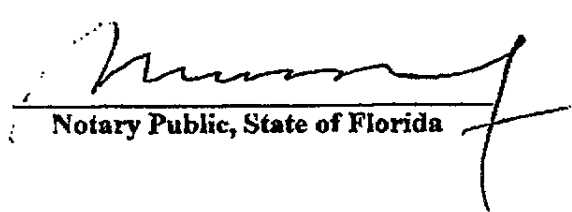
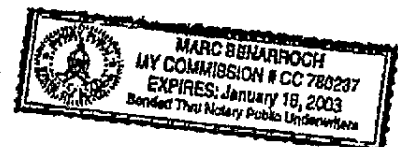
IN WITNESS WHEREOF, the undersigned has set his, her Signature and seal as a subscriber of the Articles of Incorporation and has acknowledged and filed in the office of the Department of State of Florida these Articles of Incorporation, this 10 day of JULY, 2001


NADIA DUDAI

STATE OF FLORIDA)
COUNTY OF DADE) SS

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State of Florida and County named above to Take acknowledgements, personally appeared NADIA DUDAI, To me known to be the person described as a subscriber in, and who Executed the foregoing Articles of Incorporation, and he acknowledged before me that he subscribed to said Articles of Incorporation.

WITNESS my hand and official seal at North Miami Beach, Florida, this 10 day of JULY, 2001


Notary Public, State of Florida

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CERTIFICATE OF DESIGNATION AGENT
OF
CASH ALI. CHECKS, INC.

Pursuant to the Chapter 48.091, Florida Statutes, the
Following is submitted in compliance with said Act: _____
_____ **CASH ALI. CHECKS** _____, Inc., a corporation organizing
under the laws of the State of Florida with its principal office as
indicated in the Articles of Incorporation at the City of MIAMI _____,
has named _____ **NADIA DUDAI** _____, as its registered agent to
accept service of process within this state.

ACCEPTANCE

I agree as Registered Agent to accept service of process
To keep office open during prescribed hours, as required by law. I
Further agree to comply with the provisions of all statutes relating to the
Proper and complete performance of my duty, and I am familiar with
And accept the obligations of my position as registered Agent.

SIGNATURE _____

(CORPORATE OFFICER)

TITLE: PRESIDENT

DATE JULY 10 _____, 2001

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