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**Francis Forelli
1125 Lake Shore Drive #202
Lake Park, Florida 33404
TEL (561) 840-7666**

August 29, 2001

Florida Department of State
Bureau of Corporate Records
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-08/30/01--01072--001
*****70.00 *****70.00

Gentlemen:

Enclosed please find two copies of the Articles of Incorporation for filing and a check in the amount of \$70.00 for the filing fees for the company listed below:

**SAVE CASH AMERICA!, INC.
C/O Francis Forelli
1125 Lake Shore Drive #202
Lake Park, Florida 33404**

Please file and return a date-stamped copy to me at the following address:

Francis Forelli, Subscriber
1125 Lake Shore Drive #202
Lake Park, Florida 33404
(561) 840-7666

01 AUG 30 PM 1:12
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Very truly yours,


Francis Forelli
Subscriber

T. Butch SEP 4 2001

ARTICLES OF INCORPORATION
OF

SAVECASHAMERICA!, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

SaveCashAmerica!, Inc.

The principal place of business of this corporation shall be:

SaveCashAmerica!, Inc.
1125 Lake Shore Drive
Suite 202
Lake Park, Florida 33404

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 15,000 shares of common stock having no par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 1125 Lake Shore Drive, Suite 202, Lake Park, FL 33404 and the name of the initial registered agent of the corporation at that address is Francis Forelli.

ARTICLE V. TERM OF EXISTENCE

The term for which this corporation shall exist is perpetual.

ARTICLE VI. OFFICERS and DIRECTORS

This corporation initially shall have no Directors and Officers. The shareholders will manage the affairs of the Corporation until elections can be held as provided by the Bylaws.

ARTICLE VII. SUBSCRIBER

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

Francis Forelli
1125 Lake Shore Drive, Suite 202
Lake Park, FL 33404

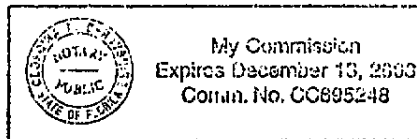
The subscriber hereby states that he is familiar with and accepts the duties and responsibilities as registered agent for said corporation.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on
August 29, 2001.

[Signature] (SEAL) *[Signature]*

STATE OF FLORIDA
COUNTY OF _____

P. Beh. County (SEAL)



The foregoing instrument was acknowledged before me on
August 29, 2001.

Georgia L. Derbyshire

Georgia L. Derbyshire

