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TRANSMITTAL LETTER

FILED
01 DEC 11 PM 3:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

SUBJECT: *Mariner Jewelers & Pawn, Inc.*
(Proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for
\$ *70.00*

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-12/11/01--01062--012
*****70.00 *****70.00

FROM:

Ronald L. Brown
Name (printed or typed)
610 E. Cervantes St.
Address
Pensacola, FL 32501
City, State, & Zip
850-438-6041
Telephone Number

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

D. BROWN DEC 1 2 2001

ARTICLES OF INCORPORATION OF

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TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Mariner Jewelers & Pawn, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

*610-A East Cervantes St.
Pensacola, FL 32501*

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1000 Shares / 0 par value each share

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

*Ronald L. Brown
610 E. Cervantes St.
Pensacola, FL 32501*

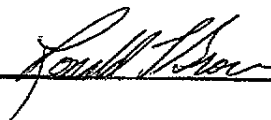
ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Ronald L. Brown
610 E. Cervantes St.
Pensacola, FL 32501

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

5th day of December 19 2001



Signature

Signature

Signature

Articles of Incorporation
Filing Fee - \$35

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

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1. The name of the corporation is: Mariner Jewelers + Pawn, Inc.

2. The name and address of the registered agent and office is:

Ronald L. Brown

(Name)

610 E. Cervantes St.

(P.O. Box NOT acceptable)

Pensacola, Fl. 32501

(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

SIGNATURE

Ronald L. Brown

DATE

12/5/2001

REGISTERED AGENT FILING FEE: \$35.00

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

CR25013(8/92)