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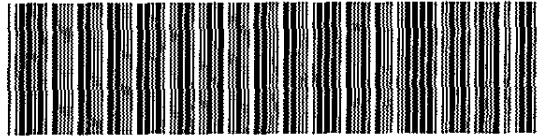
(Business Entity Name)

(Document Number)

Certified Copies ☒ Certificates of Status ☒

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03 FEB -5 PM 1:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2-11-03

ROY MILLER
CERTIFIED PUBLIC ACCOUNTANT
8834-14 Goodby's Executive Dr.
Jacksonville, Florida 32217
(904) 731-4846

January 24, 2003

TRANSMITTAL LETTER

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

SUBJECT: Superior Pawn and Check Cashing, Inc.

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

<input type="checkbox"/> \$70.00	<input type="checkbox"/> \$78.75	<input type="checkbox"/> \$78.75	<input checked="" type="checkbox"/> \$87.50
Filing Fee	Filing Fee	Filing Fee	Filing Fee,
	& Certificate of Status	& Certified Copy	Certified Copy
			& Certificate of
			Status

ADDITIONAL COPY REQUIRED

FROM: ROY MILLER, CPA
Name (Printed or Typed)
8834-14 GOODBY'S EXEC DR.
Address
JACKSONVILLE, FL 32217
City, State & Zip
(904) 731-4846
Daytime Telephone Number

The certified copy of the Articles and the certificate should be mailed to Roy Miller, 8834-14 Goodby's Executive Dr., Jacksonville, Florida 32217. Thank you.

Sincerely,

Roy Miller

LEM/sdr
Enclosures

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03 FEB -5 PM 1:40

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

Superior Pawn and Check Cashing, Inc.

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

ARTICLE I

Name of Business

The name of the corporation is Superior Pawn and Check Cashing, Inc.

ARTICLE II

Principal Place of Business

The principal place of business is: Superior Pawn and Check Cashing, Inc.
7015 Silver Lake Terrace
Jacksonville, FL 32216

ARTICLE III

Purpose

The purpose of the formation of this company is to transact any and all lawful business.

ARTICLE IV

Capital Stock

This corporation is authorized to issue 10,000 voting shares and 20,000 non-voting shares of \$.00 par value stock.

ARTICLE V

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 7015 Silver Lake Terrace, Jacksonville, FL 32216, and the name of the initial registered agent of this corporation at that address is Ken Stout.

ARTICLE VI

Directors

The corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by the Bylaws, but shall never be less than one.

ARTICLE VII

Initial Directors

The name and street addresses of the initial directors of the corporation are:

Ken Stout
7015 Silver Lake Terrace
Jacksonville, FL 32216

Matthew Stout
4331 Melrose Rd.
Jacksonville, FL 32205

ARTICLE VIII

Incorporator

The name and street address of the person signing these Articles is:

Ken Stout
7015 Silver Lake Terrace
Jacksonville, FL 32216

ARTICLE IX

Bylaws

The initial bylaws of this corporation shall be adopted by the directors. The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders, provided, however, the Board of Directors may not alter or repeal a bylaw or amendment thereto adopted by the shareholders.

ARTICLE X

Restrictions of Transfer of Stock

The shareholders may, by bylaw provision or by shareholders' agreement, recorded in the Minute Book, impose such restrictions on the sale, transfer or encumbrance of the stock of the corporation as they may see fit.

ARTICLE XI

Director Compensation

The Board of Directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefore in any form.

ARTICLE XII

Indemnification

The Board of Directors is hereby specifically authorized to make provisions for indemnification of directors, officers, employees and agents to the full extent permitted by law.

ARTICLE XIII

Amendment

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 the shareholders is subject to his reservation.

Signature (Incorporator):

Ken Stout

Date:

1/27/2003

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation
this 27 day of January, 2003

STATE OF FLORIDA
COUNTY OF DUVAL

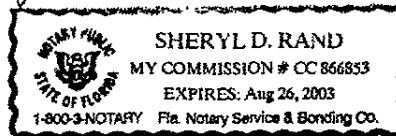
The foregoing instrument was sworn to and acknowledged before me by Ken Stout
_____, who produced as identification _____ or who is
personally known to me and who did / did not take an oath on this 27th day of
JANUARY 2003.

Notary Public at Large, State of Florida:

Sheryl D. Rand

My commission expires:

8/26/03



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

FILED
03 FEB -5 PM 1:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 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.

1. The name of the corporation is:

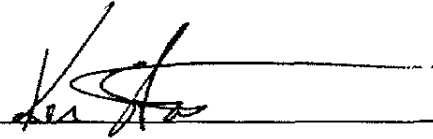
Superior Pawn and Check Cashing, Inc.

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

Ken Stout
7015 Silver Lake Terrace
Jacksonville, FL 32216

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: _____

 _____

Date: _____

1/27/2003

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