

PPB0002877

March 15, 1995

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

Affordable Pawn, Inc.  
5150 Vacaro Ave.  
Cocoa, FL 32926

Dear Sirs:

Please find enclosed the Articles of Incorporation for Affordable Pawn, Inc. and a money order in the amount of \$70.00 for the filing of same. Please return them to me at the above-referenced address.

Thank you for your attention to this matter.

Sincerely,

*Leo Hancock*  
Leo Hancock

*MSave!*  
*1095-6436*  
*ab78*  
*ab34*  
*ab71*  
*3/23/95*  
*(Signature)*

400001436914  
-03/22/95--01100--003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 23, 1995

LEO HANCOCK  
5150 VACARO AVENUE  
COCOA, FL 32926

SUBJECT: AFFORDABLE PAWN, INC.  
Ref. Number: W9500006436

We have received your document for AFFORDABLE PAWN, INC. and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley  
Corporate Specialist

Letter Number: 295A00013116



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

April 3, 1995

AFFORDABLE PAWN, INC.  
5150 VACARO AVENUE  
COCOA, FL 32926

We have received your document for AFFORDABLE PAWN, INC. . However, the enclosed document has not been filed and is being returned to you for the following reason(s):

You failed to make the correction(s) requested in our previous letter.

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley  
Corporate Specialist

Letter Number: 595A00014955

**ARTICLES OF INCORPORATION**  
**OF**  
**AFFORDABLE PAWN, INC.**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
APR - 7 PM 12:36  
FILED

I, the undersigned, hereby subscribe to these Articles of Incorporation, under and by virtue of the laws of the State of Florida, for the purpose of creating a corporation, under and pursuant to the following Articles.

**ARTICLE I.**  
**CORPORATE NAME**

The name of this Corporation is AFFORDABLE PAWN, INC.

**ARTICLE II**  
**NATURE OF BUSINESS AND POWERS**

The general nature of the business to be transacted by this Corporation is pawn brokerage and to engage in any and all business permitted under the laws of the State of Florida.

**ARTICLE III.**  
**CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is One Thousand shares of common stock having a par value of One Dollar (\$1.00) per share.

**ARTICLE IV.**  
**TERM OF EXISTENCE**

This corporation shall have perpetual existence, commencing upon filing of these Articles of Incorporation with the Secretary of State.

ARTICLE V.  
REGISTERED AGENT AND  
INITIAL REGISTERED OFFICE

The registered agent and the street address of the initial registered office of this corporation in the State of Florida shall be:

LEO E. HANCOCK, JR  
5150 Vacaro Ave.  
Cocoa, Florida 32926

The Board of Directors, from time to time, may move the registered office to any other address in the State of Florida. The Principal address will be the same as the registered office.

ARTICLE VI.  
BOARD OF DIRECTORS

This corporation shall have one (2) directors initially. The number of directors may be increased or diminished from time to time by the Bylaws adopted by the stockholders; but, shall never be less than one (1).

ARTICLE VII.  
INITIAL DIRECTORS

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

<u>Name</u>	<u>Address</u>
LEO E. HANCOCK, JR.	5150 Vacaro Avenue Cocoa, Fl 32926
GARY ALLEN BEHAGG	2740 N. Friday Road Cocoa, Fl 32922

The persons named as initial directors shall hold office for the first year of existence of this corporation, or until the successors are elected or appointed and have qualified, which ever occurs first.

ARTICLE VIII.  
INCORPORATOR

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

LEO E. HANCOCK, JR.  
5150 Vacaro Ave.  
Cocoa, Florida 32926

ARTICLE IX.  
CORPORATE STRUCTURE

In furtherance, and not in limitation of the powers conferred by Statute, the following specific provisions are made for the regulation of the business and the conduct of the affairs of the corporation.

1. Subject to such restrictions, if any, as are herein expressed, and such further restrictions, if any, as may be set forth by the Bylaws, the Board of Directors shall have the general management and control of the corporate business affairs, and may exercise all of the powers of the corporation except such as may be expressly conferred upon or reserved to the stockholders by Statute, or by the Articles of Incorporation or Amendment thereto, or by the Bylaws as constituted from time to time.

2. The Bylaws of the corporation shall be adopted by the directors as soon as practicable after the filing of these Articles of Incorporation.

3. The corporation shall have such officers as may be, from time to time, provided in the Bylaws and such officers shall be designated in such manner and shall hold their office for such terms and shall have such powers and duties as may be prescribed by the Bylaws, or as may be determined from time to time by the Board of Directors subject to the Bylaws.

4 No contract or other transaction between this corporation and any other person, firm, association, or corporation shall be affected or invalidated by the fact that anyone or more of the directors of this corporation is or are interested in or is a member, director, or officer, or are members, directors, or officers of such other firm or corporation; and any director or directors individually or jointly may be a party or parties to or may be interested in any contract or transaction of this corporation, or in which this corporation is interested; and no contract, act, or transaction with any person, firm, association, or corporation shall be affected or invalidated by the fact that any director or directors of this corporation is a party or parties to or have an interest in such contract, act or transaction, or are in any way connected with such person, firm, association or corporation; and each and every person who may become a director of this corporation is hereby relieved from any liability that might otherwise exist from contracting with this corporation for the benefit of himself or any firm, association, or corporation in which he may, in any way, be interested; provided that the fact that he or she of such firm is so interested shall be disclosed or shall have been known<sup>3</sup> to the Board of Directors or a majority thereof, prior to this corporation entering into such act, contract, or transaction.

#### ARTICLE X.

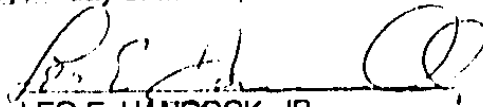
#### CORPORATE STOCK RESTRICTIONS

This Corporation shall have the power to include in its Bylaws any regular or restrictive provisions relating to the proposed sale, transfer or other disposition of any of its outstanding stock by any of its stockholders. The manner in form, as well as the relevant terms, conditions and details hereof shall be determined by the Bylaws of this corporation; provided however, that no such regulatory or restrictive provision shall effect the rights of third parties without actual knowledge thereof, unless such provisions or a notation on the stock certificates indicate that the transfer of shares is restricted, it shall be plainly written upon the certificate evidencing the ownership of said stock.

ARTICLE XI  
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

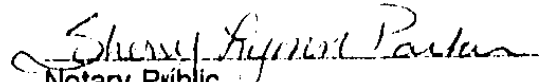
IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation, on this 15th day of March, 1995.

  
LEO E. HANCOCK, JR.

STATE OF FLORIDA  
COUNTY OF BREVARD

BEFORE ME, a Notary Public, personally appeared LEO E. HANCOCK, JR., to me known to be the person described as Incorporator, and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on this 15th day of March, 1995.

(Notary Seal)  
My Commission Expires:

  
Notary Public  
State of Florida

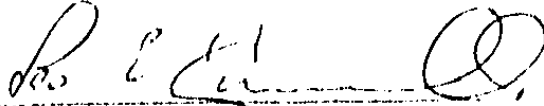


In compliance with Section 48.091, Florida Statutes, the following is submitted:

That AFFORDABLE PAWN, INC., desiring to organize under the laws of the State of Florida, with it's initial registered office as indicated in the Articles of Incorporation, has named LEO E. HANCOCK, JR., 5150 Vacaro Ave., Cocoa, County of Brevard, State of Florida, as it's agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-named corporation at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida Law relative to keeping the designated office open.

  
\_\_\_\_\_  
LEO E. HANCOCK, JR.