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TELMA E KING 305 6639970 RCGOLD PAWN + JCWCZRY 1106 ADUPUN PUE C. GABLES FL 33146

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OFFICE USE ONLY

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ARTICLES OF INCORPORATION

<u>OF</u>

REGOLD PAWN & JEWELRY, INC.

ARTICLE I - NAME

The name of this corporation is REGOLD PAWN & JEWELRY, INC.

ARTICLE II - NAME OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of common stock of \$1.00 Par Value

ARTICLE IV - DURATION

This corporation is to exist perpetually.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The address of the initial registered office of this corporation is 2358 West Oak Ridge Rd., Orlando, FL 32809-3911

and the name of the initial registered agent of this corporation at that address is Telma E. Ring

ARTICLE VI - DIRECTORS

This corporation shall have one (1) director initially; the number of directors may be increased or diminished from time to time, by the By-Laws adopted by the stockholders, but shall never be less than

ARTICLE VII - INITIAL DIRECTORS

The name and post office addresse of the initial director of this corporation is:

Telma E. Ring 2358 West Oakridge Road Orlando, FL 32809-3911

ARTICLE VIII - INCORPORATORS

The name and address of the person signing these articles is:

Telma E. Ring 2358 West Oakridge Road Orlando, FL 32809-3911

ARTICLE IX - 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 by them at stockholders' meeting by a majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

ARTICLE X - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (As nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation this 7th day of April, 1995.

SUBSCRIBER

witness, by: John Barato

COUNTY OF DADE I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared.

who kee purducted a valid it Danes Lucase as the following the second to me known to be the person who executed the foregoing articles of incorporation, and he acknowledged before me that he executed the same for the uses and purposes therein expressed. WITNESS my hand and official seal this day of 1995. My commission expires: OFFICIAL NOTARY SEAL KIM R LOPEZ NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC358589 MY COMMISSION EXP. MAR. 23,1998 ACCEPTANCE BY RESIDENT AGENT The undersigned accepts his appointment as Resident Agent of the corporation for all purposes required by the statutes of the State of Florida. 316 SWORN TO AND SUBSCRIBED before me this day of april 1995. My commission expires:

STATE OF FLORIDA

OFFICIAL NOTARY SEAL KIM R LOPEZ NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC358589 MY COMMISSION EXP. MAR. 23,1998