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TRANSMITTAL LETTER

June 12, 1995

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

800001515908 -06/19/95--01003--013 *****70.00 *****70.00

SUBJECT: Thrifty Pawn Shop of Bay County, Inc.

Enclosed please find the original and one copy of (i) the Articles of Incorporation for the subject corporation, and (ii) the Certificate of Designation for the Registered Agent/Office, along with a check in the amount of \$70.00 covering the filing fees.

FROM:

Paul Cooley 2909 East 11th Street Panama City, FL 32401 (904) 872-9780

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ARTICLES OF INCORPORATION

<u>OF</u>

Thrifty Pawn Shop of Bay County, Inc.

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

ARTICLE I NAME

The name of the corporation shall be:

Thrifty Pawn Shop of Bay County, Inc.

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SECRETARY OF STATE
TAILAHASSEE, FLORIDA

ARTICLE II PRINCIPAL OFFICE

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

2909 East 11th Street Panama City, FL 32401

ARTICLE III CAPITAL STOCK

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

10,000 shares of no-par common stock

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Paul Cooley 2909 East 11th Street Panama City, FL 32401

ARTICLE V INCORPORATORS

The name and street address of the incorporator to these Articles of Incorporation are:

Paul Cooley 2909 East 11th Street Panama City, FL 32401

The undersigned has executed these Articles of Incorporation this 12th day of June 1995.

Paul Cooley

Signature

Incorporator

Title

CERTIFICATE OF DESIGNATION REGISTERED AGENT/ REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, rubmits the following statement in designating the registered agent/registered office, in the State of Florida.

The name of the corporation is:

Thrifty Pawn Shop of Bay County, Inc.

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

Paul Ccoley 2909 East 11th Street Panama City, FL 32401

HAVING BEEN NAMED REGISTERED AGENT 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 AGREED 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 Paul Cooley

DATE 6-12-95

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