

P95000069794
PHIL C. BEVERLY, JR.
Attorney at Law

912 N.E. 2nd Street
Gainesville, Florida 32601

6 September 1995

(904) 371-0858
Fax (904) 375-5365

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

000001579780
-09/07/95--01069--010
****122.50 ****122.50

RE: Incorporation of International Auto Pawn, Inc.

Dear Sir or Madam:

Enclosed are the original and one copy of the Articles of Incorporation for the above-referenced proposed Florida corporation. Also enclosed is a check in the amount of \$122.50, representing payment of the following items:

Filing Fee	\$35.00
Certified Copy Fee	\$52.50
Registered Agent Fee	<u>\$35.00</u>
TOTAL	<u>\$122.50</u>

Please file the enclosed Articles of Incorporation and return a certified copy to the undersigned.

If the fees stated above have changed, or if there is anything further you require, please advise at your earliest convenience. Thank you for your kind assistance in this matter.

Sincerely,



Phil C. Beverly, Jr

PCBjr/dcd
Enclosures

PROT
Pa-11-95

FILED
SEP 7 1995
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
International Auto Pawn, Inc.**

FILED
95 SEP -7 AM 8:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to the Articles of Incorporation being a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

Name

The name of this corporation is International Auto Pawn, Inc.

ARTICLE II

General Nature of Business

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the State of Florida.

ARTICLE III

Capital Stock

The maximum number of shares that this Corporation is authorized to issue and have outstanding at any one time is 10,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV

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 at the price at which it is offered to others.

ARTICLE V

Duration

This corporation shall exist perpetually, commencing upon filing of these Articles.

ARTICLE VI

Initial Registered Office and Agent

The Registered Agent and the street address of the Initial Registered Office of this Corporation in the State of Florida shall be as follows:

Phil C. Beverly, Jr.
912 N.E. 2nd Street
Gainesville, Florida 32601
(904) 371-0858

The Initial Principal Office of this Corporation in the State of Florida shall be as follows:

424 N.W. 13th Street
Gainesville, Florida 32601

The Board of Directors may from time to time move the Registered Office or the Principal Office to any other address in the State of Florida.

ARTICLE VII

Board of Directors

The corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the By-laws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII

Initial Directors

The names of the initial directors of this Corporation and their street addresses are:

<u>Name</u>	<u>Address</u>
John McDonald	424 N.W. 13th Street Gainesville, Florida 32601
Jack Myers	903 S.W. 50th Way Gainesville, Florida 32607

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successor(s) are elected or appointed and are qualified, whichever first occurs.

ARTICLE IX

Indemnification

The Corporation shall have the authority, but is not required to indemnify any Director, Officer, employee or agent of the Corporation under those circumstances in which Indemnification would be proper pursuant to the applicable Florida Statutes.

ARTICLE X

Incorporator

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

Name

Address

Jack Myers

903 S.W. 50th Way
Gainesville, Florida 32607

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 not less than two-thirds (2/3) 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 the Articles of Incorporation be made.

IN WITNESS THEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 6th day of September, 1995.



Jack Myers

STATE OF FLORIDA
COUNTY OF ALACHUA

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared Jack Myers who:

- ☐ is personally known to me;
- ☒ produced Fla. Dr. Lic. # 620-476-35-320 as identification;
- ☐ took an oath;
- ☒ did not take an oath;

and who executed the foregoing and he acknowledged before me that he executed the same.

6th WITNESS my hand and official seal in the County and State last aforesaid this day of September, 1995.

Dorothy C. Delaney
NOTARY PUBLIC, State of Florida
My Commission Expires:



OFFICIAL SEAL
DOROTHY C. DELANEY
My Commission Expires
June 3, 1996
Comm. No. CC 205505

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE. NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED.**

The following is submitted, in compliance with Section 48.091, Florida Statutes:

That International Auto Pawn, Inc., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at the City of Gainesville, County of Alachua, State of Florida has named Phil C. Beverly, Jr., Attorney at Law, located at 912 N.E. 2nd Street, Gainesville, Alachua County, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept the service of process for the above stated Corporation at the place designated in this certificate, I further state that I am familiar with and hereby accept the responsibility to act in this position and capacity, and I agree to comply with the applicable provisions of The Florida Business Corporation Act and of Chapter 48, Florida Statutes, relative to the duties imposed by law, including the keeping open said office.

By: _____


Phil C. Beverly, Jr.
Attorney at Law

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 SEP -7 AM 8:43

FILED

P95000069794

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

FILED
96 AUG 26 AM 9:54
TALLAHASSEE, FLORIDA

Gentlemen:

Enclosed please find our request for changes in
our Articles of Incorporation, if there any questions that
may arise please contact me at (904) or (352) 335-1201.

Thank you,



David V. Ostrowski
Accountant

200001749062
-03/19/96--01067--016
*****35.00 *****35.00

INTERNATIONAL GOLD & DIAMOND EXCHANGE
424 NW 13TH STREET
GAINESVILLE, FLORIDA 32601

~~Wata to 158~~

N/C

VS SEP 3 1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 22, 1996

David V. Ostrowski
International Gold & Diamond Exchange
424 NW 13th St.
Gainesville, FL 32601

SUBJECT: INTERNATIONAL AUTO PAWN, INC.
Ref. Number: P95000069794

We have received your document for INTERNATIONAL AUTO PAWN, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

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) 487-6908.

Steven Harris
Corporate Specialist

Letter Number: 196A00025420



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 22, 1996

David V. Ostrowski
International Gold & Diamond Exchange
424 N.W. 13th St.
Gainesville, FL 32601

SUBJECT: INTERNATIONAL AUTO PAWN, INC.
Ref. Number: P95000069794

We have received your document for INTERNATIONAL AUTO PAWN, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Since the amendment was adopted by the incorporators, the person signing must have Incorporator listed as their title.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

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) 487-6908.

Steven Harris
Corporate Specialist

Letter Number: 496A00013322

Requestor's Name

International Title Loan, Inc.
424-C NW 13th Street
Gainesville, Florida 32601

Office Use Only

BER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED
96 AUG 26 AM 9:00
DIVISION OF CORPORATIONS

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

FILED
96 AUG 26 AM 9:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

INTERNATIONAL AUTO PAWN, INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

Article I - Name of Corporation

From: International Auto Pawn, Inc.

To: International Title Loan, Inc.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: March 1st, 1996

FOURTH: Adoption of Amendment(s) (CHECK ONE)

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.
The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient
for approval by _____
voting group."

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 15th of March, 19 96

Signature

John McDonald Pres. (sole shareholder)
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

John McDonald
Typed or printed name

Pres.

Title