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JOHNSTON, HARRIS, GERDE, JELKS & SMITH, P.A.

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TERRY W. GERDE

ALLEN N. JELKS, JR.

DOUGLAS L. SMITH

September 8, 1995

MAYO C. JOHNSTON

(904-1983)

WILLIAM E. HARRIS

(904-1983)

Corporate Records Bureau
DEPARTMENT OF STATE
409 East Garner Street
P. O. Box 6377
Tallahassee, FL 32399

Re: Quik Cash of Bay County, Inc.

Dear Sir or Madam:

Please find enclosed herewith the original and a copy of proposed Articles of Incorporation for the new corporation to be known as Quik Cash of Bay County, Inc., together with a check in favor of the Secretary of State in the amount of \$122.50 for the following fees:

| | |
|----------------------------------|----------|
| Filing Fee: | \$ 35.00 |
| Certification of Copy: | 52.50 |
| Designation of Registered Agent: | 35.00 |
| Total: | \$122.50 |

Please note that Article V in the Articles of Incorporation designates the place of business of the Corporation and the name and address of the Registered Agent. The name of the Corporation was previously reserved by us with your office.

Your assistance in filing same, and in forwarding the Certified Copy to me, would be most appreciated.

Thank you.

Very truly yours,

JOHNSTON, HARRIS, GERDE, JELKS & SMITH, P.A.

Douglas L. Smith
Douglas L. Smith, Esq.

Enclosures as stated.

cc: Robert F. McGibony

11/1/95

Tellie GAVE
AUTHORIZATION BY PHONE TO
CORRECT R.A. address
DATE *9/13/95*
DOC. EXAM. *SAB*

600001580256
-03-06-95--01052--003
***122.50 ***122.50

SAB
9/12/95

ARTICLES OF INCORPORATION
OF
QUIK CASH OF BAY COUNTY, INC.

The undersigned subscriber to these Articles of Incorporation hereby subscribes to and forms a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of this Corporation is QUIK CASH OF BAY COUNTY, INC.

ARTICLE II - NATURE OF BUSINESS

The general nature of business to be conducted by this Corporation shall be to do all things that now are or may hereafter be allowed to corporations by the laws of Florida even though the existing laws may hereafter be repealed.

ARTICLE III - DURATION

This Corporation shall have perpetual existence and shall commence on filing.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue one hundred shares of common stock, each share having the par value of \$10.00 per share.

ARTICLE V - PRINCIPAL OFFICE ADDRESS
AND ACCEPTANCE BY REGISTERED AGENT

The street address of the principal office of this Corporation is 3915 W. Highway 98, Panama City, Florida 32401, and the name of the initial registered agent of this Corporation is Robert F. McGibony, whose address is 3915 W. Highway 98, Panama City, FL 32401

who is familiar with and accepts the duties and

responsibilities as registered agent for said Corporation. The street address of the registered agent of this Corporation is 477 Bay Point Road, Panama City, Florida 32411.

ARTICLE VI - BOARD OF DIRECTORS

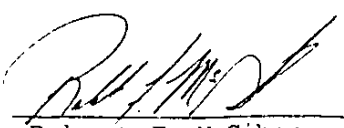
This Corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial director of this Corporation is Robert F. McGibony, P. O. Box 27084, Panama City, FL 32411.

ARTICLE VII - INCORPORATOR

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

Robert F. McGibony
P.O. Box 27084
Panama City, FL 32411

IN WITNESS WHEREOF, I have hereunto set my hand and seal, and acknowledged and filed the foregoing Articles Of Incorporation under the laws of the State of Florida, this 7th day of September, 1995.


Robert F. McGibony
Incorporator and Registered Agent

STATE OF FLORIDA
COUNTY OF BAY

The foregoing instrument was acknowledged before me this 7th day of September, 1995 by Robert F. McGibony, who is personally known to me or has produced FL License # 1B215-766-61-370 as identification.


Notary Public