

P96000 23694

MICHAEL N. SCARBOROUGH
6529 BLANDING BLVD.
JACKSONVILLE, FLORIDA 32244
904-779-0050

FILED
MAR 13 AM 9:42

February 11, 1996

Bureau of Corporate Records
Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, Florida 32314

RECEIVED TELETYPE
11/27/96 11:05 AM

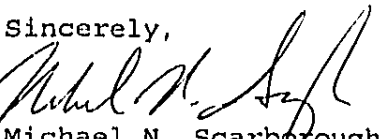
RE: FLASH CASH TITLE LOANS, INC.

Dear Sir: ^{EFFECTIVE DATE}
3-7-96

Please find enclosed the duly executed originals and copies for both the Articles of Incorporation of the above referenced corporation and the Certificate of Registered Agent.

Also enclosed is a check in the amount of \$70.00 to cover the filing fees and registration fees for the proposed incorporation.

Please call if you have questions.

Sincerely,

Michael N. Scarborough

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MAR 13 AM 9:42

ARTICLES OF INCORPORATION
OF
FLASH CASH TITLE LOANS, INC.

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation.

RECORDED
3-7-96

ARTICLE I
NAME

Section 1.1 Name. The name of the corporation is **FLASH CASH TITLE LOANS, INC.**

ARTICLE II
DURATION

Section 2.1 Duration. This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

ARTICLE III
PURPOSE

Section 3.1 Purpose. This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV
CAPITAL STOCK

Section 4.1 Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share. Said authorized shares may be divided into voting and non-voting shares before issuance by action of the board of directors; provided, however, that in the event that such designation is not specifically made by the board of directors, said stock shall be deemed voting.

Section 4.2 Restrictions on Transfer of Stock. The shareholders may by agreement or bylaw provision, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as is deemed necessary.

Section 4.3 Approval of Shareholders Required for Merger. The approval of a majority of the holders of Common Stock of this corporation to any plan of merger or consolidation shall be required in every case, whether or not such approval is required by law.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT PRINCIPAL OFFICE

Section 5.1 Name and Address. The street address of the initial registered office of this corporation is 6529 Blanding Blvd, Jacksonville, Florida 32244, and the name of the initial registered agent of this corporation at that address is Michael N. Scarborough.

ARTICLE VI

DIRECTORS

Section 6.1 Number. This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

Section 6.2 Initial Directors. The name and street address of the members of the first Board of Directors of the corporation are:

Michael N. Scarborough

1994 Tickford Street
Middleburg, Florida 32068

Section 6.3 Compensation. The Board of Directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any directors of the corporation may also serve the corporation in any other capacity and receive compensation therefore in any form.

Section 6.4 Indemnification. The Board of Directors is hereby specifically authorized to make provisions for indemnification of directors, officers, employees and agents to the full extent permitted by law.

ARTICLE VII

BYLAWS

Section 7.1 Bylaws. The initial bylaws of this corporation shall be adopted by the Board of Directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the Board of directors, but the Board of Directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that

such bylaw is not subjected to amendment or repeal by the Board of Directors.

ARTICLE VIII

INCORPORATION

Section 8.1 Name and Address. The name and street address of the incorporator of this corporation is:

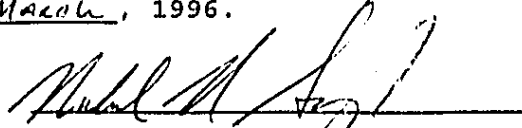
Michael N. Scarborough
1994 Tickford Street
Middleburg, Florida 32068

ARTICLE IX

AMENDMENT

Section 9.1 Amendment. This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles this 7 day of March, 1996.

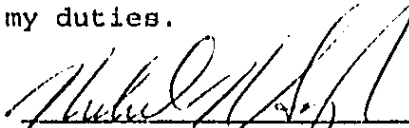

Michael N. Scarborough

**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED AGENT
FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Florida Statutes 48.091 and 607.034, the following is submitted:

Flash Cash Title Loan, Inc., desiring to organize or qualify under the laws of the State of Florida, hereby designated Michael N. Scarborough as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 6529 Blanding Blvd., Jacksonville, Florida 32244.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

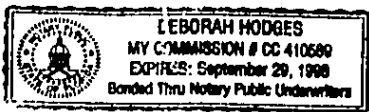


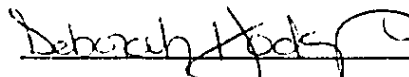
Michael N. Scarborough
Dated: 7 MARCH 196

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MARCH 13 AM 8:42
JACKSONVILLE, FLORIDA

STATE OF FLORIDA)
COUNTY OF Duval) SS

The foregoing instrument was acknowledged before me by Michael N. Scarborough who is is not personally known to and/or who has produced _____ as identification and who did/did not take an oath, this 7th day of MARCH, .





Notary Public
State of Florida at Large
My commission expires:

P96000023694

FILED
97 FEB -4 AM 11:01
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Flash Cash Title Loans
2494 Blanding Blvd. Suite #7
Middleburg FL 32068
City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1. _____ (Corporation Name) _____ (Document #)
- 2. _____ (Corporation Name) _____ (Document #)
- 3. _____ (Corporation Name) _____ (Document #) 700002077657--4
-02/04/97--01196--010
*****35.00 *****35.00
- 4. _____ (Corporation Name) _____ (Document #)

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

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

RA Chg.

VS FEB 11 1997

Examiner's Initials

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of FL submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: Flash Cash Title Loans, Inc.

1b. The mailing address of the corporation is: 2494 Blanding Blvd Suite 7
Middleburg FL 32068

1c. Date of Incorporation: March 7 1996 Document number: P96000023694

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

Michael N. Scarborough
6529 Blanding Blvd
Jacksonville, FL 32244

3. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

Same
2494 Blanding Blvd Suite 7
Middleburg, FL 32068

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Michael N. Scarborough
(Signature of an officer, chairman or vice chairman of the board)

JAN 29 97
(Date)

Michael N. Scarborough President
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Michael N. Scarborough
(Signature of Registered Agent)

2 Jan 97
(Date)

If signing on behalf of an entity:

Michael N. Scarborough
(Typed or Printed Name)

PRESIDENT
(Capacity)