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FILED STATE
SECRETARY OF CORPORATIONS
JUL 11 - 5 PM 11:27

July 1, 1996

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

000001885400
-07/05/96--01077--002
****131.25 ****131.25

RE: Articles of Incorporation for **Credit Express, Inc.**

Dear Sirs:

Enclosed is an original and one copy of the aforementioned Articles of Incorporation to be filed with the Secretary of State. Also enclosed is a check in the amount of \$131.25, which will cover the certified copy being returned and the Certificate of Status. Please return to the address below.

Should you require any further information, please do not hesitate to call.

Sincerely,



Gladys Johnson
949 East Fifth Avenue
Mount Dora, FL 32757
352/383-3699

/pj

Enclosures

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ARTICLES OF INCORPORATION

The undersigned subscribers of these articles of incorporation are natural persons competent to contract and form a corporation under the laws of the State of Florida.

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FEDERAL BUREAU OF INVESTIGATION
U.S. DEPARTMENT OF JUSTICE

ARTICLE I. Name. The name of this corporation is: **Credit Express, Inc.**

ARTICLE II. Nature of Business. The purpose of this corporation is to transact any or all lawful business for which corporations may be incorporated under Chapter 607 Florida Statutes.

ARTICLE III. Capital Stock. Capital Stock authorized to be issued is: One hundred (100) Shares of Capital Stock, \$.10 par value per share. The stock is to be issued in the following manner:

50 Shares of Capital Stock	to	Jeff G. Baker
50 Share of Capital Stock	to	Jeff G. Baker, Jr.

ARTICLE IV. Initial Capital. The amount of capital with which this corporation shall begin business is One Hundred Dollars US (\$100).

ARTICLE V. Term of Existence. The corporation is to exist perpetually.

ARTICLE VI. Address. The address of the principal office of this corporation is: Post Office Drawer 400, Eustis, FL 32727-0400, USA. The Board of Directors may from time to time move the principal office to any other address.

ARTICLE VII. Directors. The corporation shall have the following initial directors:

Jeff G. Baker	Post Office Drawer 400	Eustis, FL 32727-0400
Jeff G. Baker, Jr.	Post Office Drawer 400	Eustis, FL 32727-0400

ARTICLE VIII. Officers. The initial officers of the corporation will be elected at the first Board of Directors meeting. Elections shall be held annually and the Board of Directors are charged with electing the officers of the corporation.

ARTICLE IX. Pre-emptive Rights. Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others. This right to purchase shall be done without issuance of fractional shares.

ARTICLE X. Incorporators. Name and address of the incorporators signing these articles are: Jeff G. Baker, Post Office Drawer 400, Eustis, FL 32727-0400 and Jeff G. Baker, Jr., Post Office Drawer 400, Eustis, FL 32727-0400.

ARTICLE XI. Fundamental Corporate Changes. Any fundamental corporate change involving a tender offer for the corporation, merger, consolidation or other reorganization shall require the majority vote of 75% of all outstanding common shares. This requirement shall not apply when acquiring or forming subsidiaries that are at least 80% owned by the corporation.

ARTICLE XII. Amendment. This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation on the 1st day of July, 1996.


JEFF G. BAKER, Incorporator


JEFF G. BAKER, JR., Incorporator

STATE OF FLORIDA)
COUNTY OF LAKE) ss:

BEFORE ME, a Notary Public authorized to take acknowledgments, personally appeared JEFF G. BAKER to me known, or ~~who produced the following identification~~ and JEFF G. BAKER, JR. to me known, or ~~who produced the following identification~~ and known by _____

me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal this 1st day of July, 1996.

Gladys E. Johnson
Notary Public

My Commission Expires:



GLADYS E. JOHNSON
MY COMMISSION EXPIRES
July 9, 1996
BONDED THRU TROY FARM INSURANCE, INC.

ADDENDUM TO ARTICLES OF INCORPORATION

The corporation, **CREDIT EXPRESS, INC.**, hereby designates Gladys Johnson as Registered Agent for the service of process, with the registered office being 51 Sun Lake Place, Eustis, FL 32726.

Said Registered Agent having been named to accept service of process for the corporation, at the aforementioned address, agrees to act in this capacity and agrees to comply with the provisions of the Florida Statutes relative thereto. Said Registered Agent shows his agreement by signing below.


GLADYS JOHNSON, Registered Agent

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