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TRANSMITTAL LETTER

Department of State Division of corporations P.O. Box 6327 Tallahassee, Florida 32314

SUBJECT: ANY TIME AT ALL PAWN,INC.

Enclosed is an original and one (1) copy of the Articles of Incorporation and Certificate of Designation of Registered Agent/Registered Office and a Money Order in the amount of \$70,00.

FROM:

BOB SCHROEDER

1736 CONNELL RD. Leesburg, Florida 34748 #####70.00 *****70.00

PHONE:

(352) 787-9472

Bob Schroeder Gave

AUTHORIZATION BY PHONE TO

CORRECT MAL LINAMO FOR KA

TLC 7-12-96

ARTICLES OF INCORPORATION

OF

ANY TIME AT ALL PAWN, INC.

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Pursuant to Chapter 607 of the Florida Business Corporation Act, the undersigned incorporators submit these articles of Incorporation for the purpose of forming a for-profit corporation.

ARTICLE 1

The name of the Corporation is: ANY TIME AT ALL PAWN, INC.

ARTICLE II

The principal place of business and mailing address of this corporation is:

2212 N. CITRUS BLV. LEESBURG, Florida 34748

ARTICLE III

Duration: The period of its duration is perpetual.

ARTICLE IV

Purpose: The purpose is to engage in any activities or business permitted under the laws of the United States and Florida; including the Loan Money, Buying. Trading, Renting, Consignment and sales. NO GUNS

ARTICLE V

Capital Stock: The corporation is authorized to issue one class of stock, that stock being three thousand (3,000) shares at One (\$1.00) Dollars per share, common stock, with identical rights and privileges, the transfer of which is restricted according to the bylaws of the corporation.

Page One Article of Incorporation ANY TIME AT ALL PAWN INC.

ARTICLE VI

Initial Registered Office and Agent: The name and address of the initial registered agent and office of this corporation is as follows:

Bob Schroeder 1736 Connell Rd. Leesburg, Florida 34748

Terry Grayson Vernon Grayson

2008 W.Griffin Rd.Box 313 2008 W.Griffin Rd, Box 313 Leesburg, Florida 34748

Leesburg, Florida 34748

ARTICLE VII

Initial Board of Directors. This corporation shall have THREE (3) directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than THREE (3). The names and addresses of the initial directors of this corporation are:

NAME

ADDRESS

BOB SCHROEDER, President BOB SCHROEDER, Vice President TERRY GRAYSON, Secretary VERNON GRAYSON, Treasurer

1736 Connell Rd, Leesburg, Fl.34748 1736 Connell Rd, Leesburg, Fl. 34748 2008 W.Griffin Rd.Leesburg, Fl.Box 313 34748 2008 W.Griffin Rd.Box 313 Leesburg, Fl 34748

ARTICLE VIII

Incorporators. The names and addresses of the Incorporators signing these Articles of Incorporation are:

NAME

ADDRESS

BOB SCHROEDER TERRY GRAYSON VERNON GRAYSON

1736 Connell Rd, Leesburg, Fl. 34748 2008 W.Griffin Rd, Box 313, Leesburg, Fl. 34748 2008 W.Griffin Rd, Box 313, Leesburg, Fl. 34748

ARTICLE IX

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

Page Two Articles of Incorporation ANY TIME AT ALL PAWN, Inc.

IN WITNESS WHEREOF, the	undersigned incorporators have executed these
Articles of Incorporation, this	lay of 199 /o .
Source of Aberting	BOB SCHROEDER
Witnesses as to all incorporators signatures	Lucy Luyson
and to Registered Agent Signature	TERRY GRAYSON
	VERNON GRAYSON
	SB JUL 2
	REGISTERED AGENT
	REGISTERED AGENT
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CERTIFICATE OF DESIGNATION OF REGISTERED OFFICE AND REGISTERED AGENT

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1. The name of the corporation is: ANY TIME AT ALL PAWN, INC.
- 2. The name and address of the registered agent and office is:

BOB SCHROEDER 1736 CONNELL RD. Leesburg, Florida 34748 President/Vice President and Agent.

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Having been named as registered agent and 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 agree 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 of registered agent

BOD SCUPOEDED

TERRY/GRAYSON,

VERNON GRAYSON

Date of Signature: July 9 90