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July 10, 1996

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TALLAHASSEE, FLORIDA

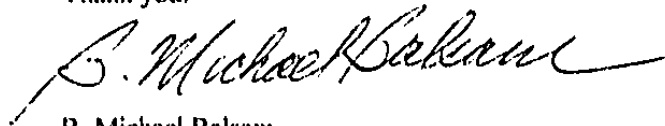
Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Dear Secretary of State:

Enclosed please find the Articles of Incorporation for: Financial Depot, Inc., along with a check in the amount of Seventy Dollars (\$70.) for the Filing Fee and Registered Agent Designation.

Also enclosed is a copy of the Articles of Incorporation. Please return this to me, at the address below, with the filing date stamped on it.

Thank you.



B. Michael Balsam  
Registered Agent

960001891920  
-07/12/96--01091--0006  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Temporary Address Until July 31, 1996  
10972 Water Oak Manor  
Boca Raton, FL 33498

XB  
7-15-96



# ARTICLES OF INCORPORATION

of  
FINANCIAL DEPOT, INC.  
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

## ARTICLE I - CORPORATE NAME

The name of the corporation is:

FINANCIAL DEPOT, INC.

## ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

## ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

## ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue FIVE HUNDRED shares ( 500 ) of ONE Dollar(s) (\$ 1.00 ) par value Common Stock, which shall be designated "Common Shares."

## ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	<u>B. MICHAEL BALSAM</u>		
ADDRESS	<u>9045 LA FONTANA BLVD., Ste. B-16</u>		
CITY	<u>BOCA RATON</u>	FLORIDA	ZIP <u>33434</u>

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>FINANCIAL DEPOT, INC.</u>		
ADDRESS	<u>9045 LA FONTANA BLVD., Ste. B-16</u>		
CITY	<u>BOCA RATON</u>	FLORIDA	ZIP <u>33434</u>

## ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE ( 1 ) directors 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 (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>B. MICHAEL BALSAM</u>		
ADDRESS	<u>10972 WATER OAK MANOR</u>		
CITY	<u>BOCA RATON</u>	STATE <u>FL</u>	ZIP <u>33498</u>
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP



# ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	B. MICHAEL BAGSAM		
ADDRESS	10972 WATER OAK MANOR		
CITY	BOCA RATON	STATE	FL ZIP 33498
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 10 day of JULY, 1996.

B. Michael Bagiam (Seal)  
 \_\_\_\_\_ (Seal)  
 \_\_\_\_\_ (Seal)



**CERTIFICATE AND ACKNOWLEDGEMENT  
OF REGISTERED AGENT**

**CERTIFICATE OF REGISTERED AGENT  
OF**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FINANCIAL DEPT, INC.  
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:  
The above corporation, desiring to organize under the laws of the State of Florida with  
its registered office as indicated in the Articles of Incorporation

at 9045 LA FONTANA BLVD., STE. B-16  
BOCA RATON FL 33434

has named B. MICHAEL BALSAM  
located at the aforesaid address, as its Registered Agent to accept service of process  
within this state.

**ACKNOWLEDGEMENT**

Having been named as Registered Agent to accept service of process for the above  
stated corporation at the place designated in this certificate, and being familiar with  
the obligations of that position, I hereby accept to act in this capacity, and agree to  
comply with the provisions of Florida Law in keeping open said office.

B. Michael Balsam  
(registered agent)