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Joseph A. Murphy, III
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July 16, 1996

Secretary of State
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

500001898265
-07/18/96--01070--007
****122.50 ****122.50

Re: Treasure Const Acceptance, Inc.

Dear Sir/ Ms:

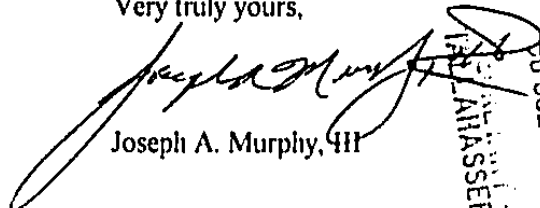
Enclosed please find the original and two copies of the Articles of Incorporation for the above corporation.

Also enclosed is a check in the amount of \$122.50 to cover your costs of filing the corporation.

I would appreciate your filing these Articles of Incorporation and mailing me a certified copy of same, together with a Certificate of Incorporation.

Thank you for your courtesies.

Very truly yours,


Joseph A. Murphy, III

JAM/ks
encl.

FILED
JUL 18 AM 10:22
TALLAHASSEE, FLORIDA

SN JUL 18 1996

ARTICLES OF INCORPORATION
OF
TREASURE COAST ACCEPTANCE, INC.

FILED
96 JUL 10 AM 10:21
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator for the purposes of forming a business corporation under the laws of the State of Florida, adopts the following Articles of Incorporation for such Corporation.

ARTICLE ONE

The name of the corporation is TREASURE COAST ACCEPTANCE, INC.

ARTICLE TWO

The principal office of the corporation, the mailing address for the corporation, the street address of the corporation's initial registered office is:

700 S. Federal Highway
Stuart, FL 34994

ARTICLE THREE

The name of the registered agent at the above address is:

ROBERT MASIELLO
700 S. Federal Highway
Stuart, FL 34994

ARTICLE FOUR

The corporation is authorized to issue 500 shares of common stock at \$1.00 par value. Initially there shall be only one class of stock. All of said stock shall be payable in cash, real or personal property, or labor in lieu of cash, at fair market value.

ARTICLE FIVE

The corporation elects to have preemptive rights, so that the shareholders of the corporation have the right to acquire proportional amounts of the corporation's unissued shares upon the decision of the Board of Directors to issue them, such preemptive rights shall be granted on uniform terms and conditions prescribed by the Board of Directors.

ARTICLE SIX

The life of the corporation shall be perpetual unless otherwise amended at later date, and shall commence on the date of filing of these articles.

ARTICLE SEVEN

The corporation shall handle automobile financing.

ARTICLE EIGHT

The corporation shall initially have one director which number may be increased or decreased from time to time by majority vote of the shareholders, but which may never be less than one.

ARTICLE NINE

The name and address of the individual who is the incorporator:

Robert Masiello
700 S. Federal Highway
Stuart, FL 34994

ARTICLE TEN

The general officers and the names of the individuals who shall initially serve in such offices are as follows:

President	Robert Masiello
Vice-President	Robert Masiello
Secretary	Robert Masiello
Treasurer	Robert Masiello

ARTICLE ELEVEN

The name and post office address of the subscribers to these Articles of Incorporation, the number of shares they agree to take and value of the consideration to be paid therefor is as follows:

<u>SUBSCRIBER</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>CONSIDERATION</u>
Robert Masiello	700 S. Federal Hwy. Stuart, FL 34994	100	\$100.00

ARTICLE TWELVE

The By-Laws of the corporation shall be established at the first meeting of the Board of Directors. They may be amended or rescinded by majority vote of the Board of Directors from time to time.

ARTICLE THIRTEEN

Meetings of the Shareholders, Board of Directors and Officers may be conducted, upon proper notice, by telephone or through facsimile machine should the officers, directors or shareholders be unable to attend meetings physically.

ARTICLE FOURTEEN

After incorporation, the corporation may adopt a plan agreeable to an consistent with Section 1244 of the Internal Revenue Code in connection with offering the stock of the

corporation. Additionally, the corporation reserves the right to make an election as a Subchapter "S" corporation agreeable to the provisions of the U.S. Internal Revenue Code.


IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 27 day of June, 1996.


ROBERT MASIELLO

STATE OF FLORIDA)
)
COUNTY OF MARTIN)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County aforesaid, personally appeared ROBERT MASIELLO, personally known to me to be the person who executed the foregoing Articles of Incorporation and who identified himself by Florida Drivers License # PERSONALLY KNOWN he acknowledged before me that he executed these Articles of Incorporation, and that they are true and correct.

SWORN to and subscribed before me on this 27 day of June, 1996.


Notary Public
State of Florida at Large

My commission expires:



JOSEPH A. MURPHY III
My Commission CC394224
Expires Jul. 20, 1998
Bonded by HAI
800-422-1555

CERTIFICATION DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Chapter 48.091, Florida Statutes, the following is
submitted in compliance with said Act:

First -- That TREASURE COAST ACCEPTANCE, INC. desiring to
organize under the laws of the State of Florida with its principal
office, as indicated in the Articles of Incorporation at City of
Stuart, County of Martin, State of Florida has named ROBERT
MASIELLO 700 S. Federal Highway, Stuart, FL 34994 being in the
County of Martin, State of Florida, as its agent to accept service
of process within this State.

ACKNOWLEDGMENT;

Having been named to accept service of process for the above
stated corporation, at place designated in this certificate, I
hereby accept to act in this capacity, and agree to comply with the
provision of said Act relative to keeping open said office.

By: Robert Masiello

ROBERT MASIELLO
Registered Agent

Date: 6-27-96

FILED
55 JUL 18 AM 10:21
TALLAHASSEE, FLORIDA