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FILED
AUG -5 AM 11:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 1, 1996

Florida Dept. of State
Division of Corps.
Box 6327
Tallahassee, FL 32314

Re: Dollar Wholesale of Miami, Inc.

S00001919165
-08/05/96--01062--006
***122.50 ***122.50

Dear Staff:

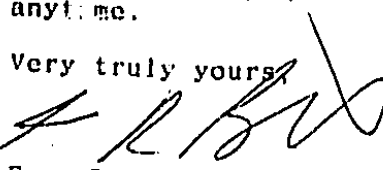
Enclosed please find the original and a copy of the Articles of Incorporation of the above referenced corporation.

Would you please file the original and return a certified copy to me at your earliest convenience.

I have enclosed a check in the amount of \$122.50 to cover the fee.

If you have any questions, please feel free to contact me at any time.

Very truly yours,


Fran R. Barrett
FRB/ms

NC 8-6-96

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

ARTICLE I - NAME

The name of this Corporation is DOLLAR WHOLESALE OF MIAMI INC., whose principal place of business is located at 5200 N.W. 165th Street, Hialeah, FL 33014.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 100 shares of \$1.00 par value common stock which shall be designated "Common Shares".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 4300 N. University Drive, Suite C-102, Lauderhill, FL 33351 and the name of the initial registered agent of this corporation is Fran R. Barrett.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have 1 Director(s) constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the ByLaws. The name(s) and address(es) of the initial Board of Directors of this corporation is (are):

NAME	ADDRESS
Salman Mitha	5200 N.W. 165th Street Hialeah, FL 33014

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:


FIRST - THAT DOLLAR WHOLESALE OF MIAMI, INC.
DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF HIALEAH, STATE OF FLORIDA, HAS NAMED FRAN R. BARRETT LOCATED AT 4300 N. UNIVERSITY DRIVE, SUITE C-102, LAUDERHILL, FL 33351, STATE OF FLORIDA, CITY OF LAUDERHILL, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE 
(Corporate Officer)

TITLE _____

DATE _____

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 PERFORMANCE OF MY DUTIES.

SIGNATURE 
(Resident Agent)

DATE 7-24-96

ARTICLE VIII - INCORPORATORS


The name and address of each person signing these Articles is:

NAME	ADDRESS
Salman Mitha	5200 N.W. 165th Street Hialeah, FL 33014

ARTICLE IX - INDEMNIFICATION

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, any any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 22nd day of July, 1996.



Subscriber

Subscriber

Subscriber


Subscriber

STATE OF TEXAS

COUNTY OF ECRT BEND

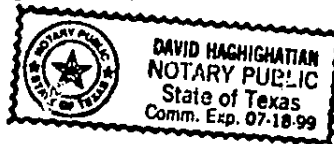
Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Salman Mitha known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 22nd day of July, 1996.



Notary Public

My Commisison Expires: 7/18/99



FILED
96 AUG -5 11:38
CLERK OF DISTRICT COURT
MIAMI-DADE COUNTY
FLORIDA