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TO: DIVISION OF CORPORATIONS

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FROM: ACE INDUSTRIES, INC.
CONTACT: LYNN FRIEDMAN
PHONE: (305) 358-2571

ACCT#: 070744001530

FAX #: (305) 358-7832

NAME: ~~LYNN~~ MART CORP.

AUDIT NUMBER.....H96000013859

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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FLORIDA DEPARTMENT OF STATE
Sandra B. Northam
Secretary of State

October 3, 1996

ACE INDUSTRIES INC.

MIAMI, FL

SUBJECT: MONEY MART CORP
REF: W96000020936

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Terri Buckley
Corporate Specialist

FAX Aud. #: W96000013839
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H96-13859

ARTICLES OF INCORPORATION

of LOAN MART CORP.

a CORPORATION FOR PROFIT formed under the Florida General Corporation Act.

Article 1: Name of the Corporation: LOAN MART CORP.Address of the Corporation: 580 S.W. CENTRAL BLVD.MIAMI, FLORIDA 33144

Article 2: DURATION: Term of existence of the corporation is perpetual.

Article 3: PURPOSE: The Corporation may transact any and all lawful business for which corporations may be incorporated under the Laws of the UNITED STATES and the STATE OF FLORIDA.

Article 4: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one

time is 1,000PAR VALUE \$50.00 (Information about PAR VALUE is not required but may be included).

Article 5: REGISTERED OFFICE: The street address of the initial registered office of the corporation shall be:

2555 COLLINS AVENUE SUITE 2200, MIAMI BEACH, FLORIDA 33139and the name of the initial registered agent at such address is EMILIANO ANTUNEZ

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation


Signature of Registered Agent
EMILIANO ANTUNEZ10/2/96

Date

Article 6: The board of directors are as follows:

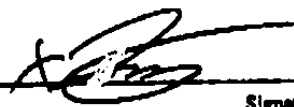
The name and address of the Initial Director: (All persons listed after the first are additional directors)

1. EMILIANO ANTUNEZ2555 COLLINS AVENUE SUITE 2200MIAMI BEACH, FLORIDA 33139

Article 7: The Name and address of the incorporator is:

EMILIANO ANTUNEZ2555 COLLINS AVENUE SUITE 2200MIAMI BEACH, FLORIDA 33139

In witness whereof I have subscribed my name


Signature of Incorporator
EMILIANO ANTUNEZPREPARED BY:
ACE INDUSTRIES, INC.
54 NW 11th Street
Miami, FL 33136
305-368-2571

H96-13859