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MORGAN, CARRATT AND O'CONNOR, P.A.

HARRY D. CARRATT
FRANCIS D. O'CONNOR
TERRENCE P. O'CONNOR
MICHAEL E. O'CONNOR
GUS H. CARRATT
CHARLES H. MORGAN
(RETIRED)

SUITE 500 ADAMS BUILDING
2501 EAST OAKLAND PARK BOULEVARD
FORT LAUDERDALE, FLORIDA 33301
TELEPHONE 565-0501
AREA CODE 954

November 18, 1996

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

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-11/20/96--01089--020
****122.50 ****122.50

Re Quick Cash Title Pawn, Inc.

Dear Sir:

Enclosed please find original and copy of Certificate of Incorporation of the above company, together with our check in the sum of \$122.50 as filing fee, resident agent designation, and for a certified copy.

Very truly yours,


MICHAEL E. O'CONNOR

meo:sbs
encls.

FILED
96 NOV 20 AM 11:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOV 26 1996

CERTIFICATE OF INCORPORATION OF
QUICK CASH TITLE PAWN, INC.

FILED
96 NOV 20 AM 11:17
TALLAHASSEE, FLORIDA

The undersigned does hereby form a corporation under the laws of the State of Florida by and under the provisions of the Statutes of said State, providing for the formation, rights, privileges, immunities and liabilities of corporations for profit.

ARTICLE I

The name of the corporation shall be QUICK CASH TITLE PAWN, INC., and its mailing address is P. O. Box 15370, Plantation, FL 33318.

ARTICLE II

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE III

The maximum number of shares of stock which this corporation is authorized to have outstanding at any time is five thousand (5,000) shares of common stock having a par value of One Dollar (\$1.00) per share. All of the shares of capital stock of the corporation are to be issued fully paid and non-assessable.

The holders of the common stock of the corporation shall have no preemptive rights as such holders to acquire any shares of stock or securities of any class that may at any time be issued by the corporation.

ARTICLE IV

The street address of the initial registered office of the corporation in the State of Florida until same is changed by authority and direction of the board of directors shall be as follows: 2601 E. Oakland Park Blvd., Suite 500, Ft. Lauderdale, FL 33306

The initial registered agent is **MICHAEL E. O'CONNOR**.

ARTICLE V

The business of the corporation shall be initially managed by a board of directors consisting of one (1) member. The number of directors may be increased or diminished from time to time by by-laws adopted by the stockholders, but shall never be less than the number required by law. No decrease in the number of directors shall shorten the term of any incumbent director. A quorum for the holding of a meeting of the board of directors on behalf of the corporation shall be by a majority of the members thereof. The directors, by unanimous consent in writing, included among the minutes of the corporation, may consent to the doing of any act and such consent in writing

shall have the same force and effect as though a formal meeting had been held, pursuant to call being duly made, and as though the said act had been done and authorized at a meeting at which a quorum had been present.

ARTICLE VI

The name and post office address of the member of the first board of directors, who, subject to the provisions of this Certificate of Incorporation, the by-laws of the corporation, and the corporation laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until their successors are elected or appointed and shall have qualified, are as follows:

<u>Name</u>	<u>Address</u>
William Davidson Olsen	P. O. Box 15370 Plantation, FL 33318.

ARTICLE VII

The name and post office address of the incorporator to these Articles of Incorporation is as follows:

<u>Name</u>	<u>Address</u>
William Davidson Olsen	P. O. Box 15370 Plantation, FL 33318.

ARTICLE VIII

The capital stock of this corporation may be paid for in money, property, labor or services, at a just valuation to be fixed by the board of directors. Stock in other corporations, or interests in other businesses, may be purchased by the corporation in return for the issuance of its capital stock, and the in return for the issuance of its capital stock, and the number of shares of stock of the corporation to be given as consideration for the stock of other corporations or interests in other businesses shall be determined by the board of directors of the corporation at a just valuation.

ARTICLE IX

The stockholders of the corporation are authorized to enter into agreements among themselves limiting the transferability and assignability of their shares of stock of the corporation, and/or conferring upon each other preemptive rights of purchase of stock owned by them in the corporation as a condition precedent to the sale of their shares of stock, and any such agreement of which the corporation has notice shall be recognized and observed by the directors, officers and agents of the corporation.

ARTICLE X

The initial by-laws shall be adopted by the board of directors. The power to alter, amend, or repeal the by-laws or to adopt new by-laws shall be vested in the board of directors. The by-laws may contain any provisions for the regulation and management of the affairs of the corporation not inconsistent with these Articles of Incorporation.

ARTICLE XI

At a special meeting of the shareholders expressly called for that purpose, any director or the entire board of directors may be removed with or without cause by a vote of the holders of a majority of the shares then entitled to vote at an election of directors.

ARTICLE XII

The corporation reserves the right from time to time to amend, alter, or repeal any provision in the Articles of Incorporation in any manner now or hereafter permitted by any applicable statute.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this

18 day of Nov., 1996.

Wm Davidson Olsen
William Davidson Olsen
Wm Davidson Olsen

STATE OF FLORIDA)
COUNTY OF BROWARD)

Before me, the undersigned authority, duly authorized to administer oaths and take acknowledgments, personally appeared William Davidson Olsen, to me well known to be the person who executed the foregoing Certificate of Incorporation, and he acknowledged before me that he executed the same for the purposes therein expressed. Form of identification: personally known; an oath was (was not) taken.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and County aforesaid, this 18 day of Nov., 1996.



SUZANNE B. SPEHR
COMMISSION # CC 366052
EXPIRES JUN 18, 1998
BONDED THRU
ATLANTIC BONDING CO., INC.

Suzanne B. Spehr
notary public

ACCEPTANCE BY REGISTERED AGENT

I am familiar with, and accept, the duties and responsibilities as registered agent for the above corporation.

[Signature]
Registered Agent

FILED
96 NOV 20 AM 11:17
STATE
TALLAHASSEE, FLORIDA