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OTHER FILINGS Annual Report	REGISTRATION/QUALIFICATION	SECRETALLAHAS
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ARTICLES OF INCORPORATION SECTION STATE

INTERMEX PROPERTIES, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I: NAME

The name of the corporation shall be INTERMEX PROPERTIES, INC.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be in the City of Miami, County of Dade, State of Florida, 9350 South Dixie Highway, Suite 1520, Miami, Florida 33156.

ARTICLE III: SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one-hundred (100).

ARTICLE IV: INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is John B. Rincon, 9350 South Dixie Highway, Suite 1520, Miami, Florida 33156.

ARTICLE V: INCORPORATOR(S)

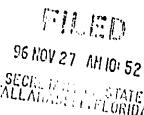
The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are) John B. Rincon, 9350 S. Dixie Highway, Miami, Florida 33156.

ARTICLE VI: AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders and approved at a shareholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this ______ day of November, 1996.

John B. Rincon



CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

- 1. The name of the corporation is INTERMEX PROPERTIES, INC.
- 2. The name and address of the registered agent and office are John B. Rincon, 9350 South Dixie Highway, Suite 1520, Miami, Florida 33156.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

(Signature) 11-22-96 (Date)