

P96000098328

Gary S. Israel, P.A.

ATTORNEY AT LAW

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November 26, 1996

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Secretary of State
Corporate Division
The Capitol
Tallahassee, FL 32399

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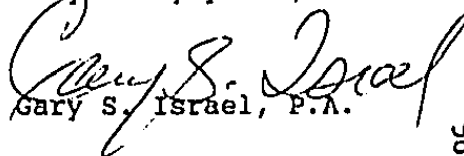
RE: Approved Auto Loans, Inc.

Dear Sir or Madam:

Enclosed are an original and one copy of Articles of Incorporation for the above corporation and a check for \$122.50 for the filing fee.

Please return the certificate to this office.

Very truly yours,


Gary S. Israel, P.A.

GSI/am

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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af 12/5/96

ARTICLES OF INCORPORATION
OF
APPROVED AUTO LOANS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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The undersigned incorporator to these articles of incorporation hereby forms a corporation (the "Corporation") under the laws of the State of Florida as follows:

ARTICLE I
Name

The name of the Corporation is: APPROVED AUTO LOANS, INC.

ARTICLE II
Term of Existence

The date when corporate existence shall commence shall be the date of the filing of these articles of incorporation by the office of the Florida Department of State and the Corporation shall have perpetual existence thereafter.

ARTICLE III
Nature of Business

The Corporation is organized to engage in every aspect of the business of brokering loans to consumers, and is authorized to render, and to engage in any and all other lawful business.

ARTICLE IV
Capital Stock

The corporation is authorized to issue 100 shares of \$1.00 par value common stock, which shall be designated common shares.

ARTICLE V
Initial Registered Office and Agent

The Street address of the initial registered office of the Corporation is 3011 Exchange Court, Suite 101, West Palm Beach, FL 33409, and the name of its initial registered agent at such address is Joseph Hughis.

ARTICLE VI
Directors

The Corporation shall have one director initially. The number of directors may be increased or decreased from time to time by bylaws of the Corporation, provided that the Corporation shall always have at least one director. The name and address of the initial director of the Corporation who shall serve until successors are duly elected and qualified are:

Name	Address
Joseph Hughis	3011 Exchange Court, Suite 101, West Palm Beach, Fla. 33409

ARTICLE VII
Principal Place of Business

The principal place of business of this Corporation shall be 3011 Exchange Court, Suite 101, West Palm Beach, Fla. 33409, and shall be its mailing address. The board of directors may from time to time move the place of business of this Corporation.

ARTICLE VIII
Incorporator

The name and address of the incorporator signing these articles of incorporation are:

Name	Address
Joseph Hughis	3011 Exchange Court, Suite 101, West Palm Beach, Fla. 33409

ARTICLE IX
Voting Trusts

No shareholder of the Corporation shall enter into a voting trust agreement or any other type of agreement vesting in another person the authority to exercise the voting power of any or all of his shares.

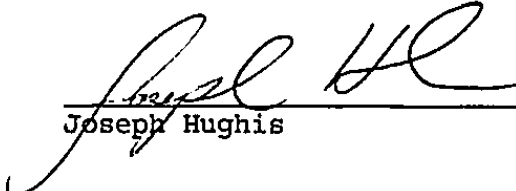
ARTICLE X
Bylaws

The power to adopt, alter, amend, or repeal bylaws shall be vested in the Board of Directors of the Corporation.

ARTICLE XI
Amendment

These articles of incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 20th day of November, 1996.



Joseph Hughis

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing articles of incorporation were acknowledged before me this 20th day of November, 1996, by Joseph Hughis, as incorporator.



GARY S. ISRAEL
COMMISSION # CC 405055
EXPIRES OCT 28, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.

Gary S. Israel
Notary Public, State of Florida
My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

Having been named registered agent and having been designated to accept service of process for the Corporation, at the place designated as the registered office, I hereby agree to serve as registered agent, to comply with all laws regarding the performance of my duties, and to accept the duties and obligation of Section 607.325, Florida Statutes.

Dated this November 20, 1996

Joseph Hughis
Joseph Hughis

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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