

196000103308  
L. O. B.  
MILLER & WOODS, P.A.  
1400 Centrepark Boulevard, Suite 860  
West Palm Beach, Florida 33401

Telephone: 561-687-8100  
Facsimile: 561-687-8103

JAMES F. MILLER  
STEVEN R. WOODS\*  
PAUL M. ADAMS  
REGINALD G. STAMBAUGH

O/C

EUGENE E. SHUEY, P.A.  
Board Certified Real Estate Attorney

\* Board Certified Business Litigation Attorney

December 17, 1996

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-12/19/96--01053--021  
\*\*\*122.50 \*\*\*122.50

Florida Department of State  
DIVISION OF CORPORATIONS  
409 East Gaines Street  
Tallahassee, Florida 32399

Via Federal Express

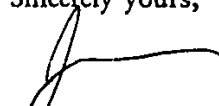
RE: TITLE MAX OF PALM BEACH COUNTY, INC.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-referenced corporation. Please file the original and return the stamped copy to my attention at your earliest convenience. Payment in the amount of \$122.50 representing the filing fees is also enclosed.

Should you have any questions, please call my office at the above number.

Sincerely yours,

  
JAMES F. MILLER  
JFM:npv

Enclosures

DEC 26 1996

BSB

FILED  
96 DEC 19 AM 9:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
TITLE MAX OF PALM BEACH COUNTY, INC.

FILED  
96 DEC 19 AM 9:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, FOR PURPOSES OF FORMING A CORPORATION UNDER THE  
FLORIDA GENERAL CORPORATION ACT, HEREBY ADOPT THE FOLLOWING ARTICLES  
OF INCORPORATION:

ARTICLE I - NAME

The name of this corporation is TITLE MAX OF PALM BEACH COUNTY, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these  
Articles of Incorporation.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the corporation shall have to issue is 100, all of which  
shall be common shares with par value of \$1.00.

ARTICLE V - PREEMPTIVE RIGHTS GRANTED

Each shareholder of stock of this corporation shall be entitled to full preemptive rights to  
purchase any unissued or treasury shares of the corporation and any securities of the corporation  
convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury  
shares.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1400 Centrepark Blvd.,

Suite 860, West Palm Beach, FL 33401, and the name of the initial registered agent of this corporation at that address is James F. Miller.

#### ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have 1 directors constituting the initial board of directors. The number of directors may be either increased or decreased from time to time by the By-Laws. The names and addresses of the initial board of directors of this corporation are:

James F. Miller                      1400 Centrepark Blvd., Suite 860, West Palm Beach, FL 33401

#### ARTICLE VIII - INCORPORATORS

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

James F. Miller                      1400 Centrepark Blvd., Suite 860, West Palm Beach, FL 33401

#### ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer, director or any former officer or director, to the full extent permitted by law.

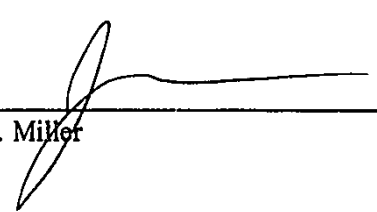
#### ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

#### ARTICLE XI - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of  
Incorporation this 17<sup>th</sup> day of December, 1996.

  
\_\_\_\_\_  
James F. Miller

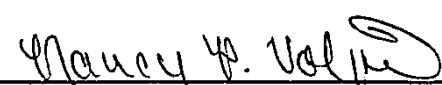
STATE OF FLORIDA  
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day, before me an officer duly authorized in the State  
aforesaid and in the County aforesaid to take acknowledgments, appeared JAMES F. MILLER to  
me known to be the person(s) identified herein ~~[personally known by me]~~ or [who produced as  
identification in the form of \_\_\_\_\_] and who executed the foregoing  
instrument and he acknowledged before me that he executed the same and who ~~[did]~~ [did not] take  
an oath.

WITNESS my hand and official seal in the County and State aforesaid this 17<sup>th</sup> day of  
December, 1996.



NANCY P. VOLPI  
MY COMMISSION # CC436055 EXPIRES  
January 30, 1999  
BONDED THRU TROY FAIR INSURANCE, INC.

  
\_\_\_\_\_  
Notary Public, State of Florida at Large  
My Commission Expires: 1/30/99

Type or Print Notary Name: Nancy P. Volpi

[Notary Seal]

**STATE OF FLORIDA**  
**DEPARTMENT OF STATE**

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:

TITLE MAX OF PALM BEACH COUNTY, INC., DESIRING TO ORGANIZE OR  
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE  
OF BUSINESS AT 1400 CENTREPARK BLVD., SUITE 860, WEST PALM BEACH, FL 33401,  
HAS NAMED JAMES F. MILLER AS REGISTERED AGENT, LOCATED AT 1400  
CENTREPARK BLVD., SUITE 860, WEST PALM BEACH, FL 33401, AS ITS AGENT TO  
ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

\_\_\_\_\_  
Signature of Incorporator

Dated: 12/17/96

**FILED**  
96 DEC 19 AM 9:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ACCEPTANCE**

THE UNDERSIGNED, HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR  
THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE  
CERTIFICATE, HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES  
TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER  
PERFORMANCE OF MY DUTIES.

\_\_\_\_\_  
Signature of Registered Agent

Dated: 12/17/96