

0970000/2925

FILED
97 FEB 10 AM 11:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Tampa Bay Pawn
1733 E. Hillsborough Ave.
Tampa, FL 33610

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Tampa Bay Auto Loans, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #) 200002069792--4
-01/28/97--01049--008
****122.50 ****122.50
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

524-Need
434 e in/on
address
w/97-2415
1630/PM
JD

Examiner's Initials	
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 30, 1997

CLAUDE EDWARD ROYSTER
1733 E HILLSBORO AVENUE
TAMPA, FL 33610

SUBJECT: TAMPA BAY AUTO LOANS, INC.
Ref. Number: W97000002415

We have received your document for TAMPA BAY AUTO LOANS, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

PLEASE PUT A CITY ON THE ADDRESS IN THE ARTICLES.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 097A00005041

ARTICLES OF INCORPORATION

OF

Principle
Office →

TAMPA BAY AUTO LOANS, INC.
4306 N. Armenia Ave.
TAMPA FL 33607

ARTICLE I
NAME

The name of this corporation shall be:

Tampa Bay Auto Loans, Inc.

ARTICLE II
PURPOSES

The corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE III
Term of Existence

The duration of this corporation is to be perpetual.

ARTICLE IV
Capital Stock

The corporation is authorized to issue 600 shares of common stock, with a par value of \$1.00, which shall be designated "Common Shares".

ARTICLE V
Initial Registered Office and Agent

The street address of the initial registered office of this corporation is: 4306 N. Armenia Ave. TAMPA FLA 33607

The name of the initial registered agent of this corporation at that address is: Claude Edward Royster

Principle office AND
Registered office Have The
Same Address

4306 N. Armenia Ave.
TAMPA FLA 33607

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ARTICLE VI
Initial Board of Directors

This corporation shall have 1 directors initially. The number of directors may be either increased or diminished from time to time by the by laws, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

<u>Name</u>	<u>Address</u>
Claude Edward Royster	4306 N. Armenia Ave. TAMPA, FLA 33607

ARTICLE VII
Incorporator

The name and address of the person signing these articles is:

<u>Name</u>	<u>Address</u>
Claude Edward Royster	4306 N. Armenia Ave. TAMPA FLA 33607

ARTICLE VIII
Informal Shareholder Action

Any action of the shareholders may be taken without a meeting if consent in writing, setting forth the action so taken, shall be signed by all the persons who would be entitled to vote upon such action at a meeting and filed with the secretary of the corporation as part of the corporate records.

ARTICLE IX
Stock Transfer Restrictions

If all, or any of the shareholders or subscribers to stock of the corporation shall enter into any agreement among themselves or with the corporation or third persons, abridging, limiting, restricting or changing the rights or interest of any one or more of the shareholders or subscribers to sell, assign, transfer, mortgage, pledge, hypothecate or transfer on the books of the corporation, any and all of the stocks of the corporation held by them, and if a copy of the agreement is filed with the corporation, all certificates of shares subject to such agreement or restriction shall have a reference thereto endorsed thereon by an officer of the corporation and such stock shall not thereafter be transferred on the books of the corporation except in accordance

with the terms and provisions of the agreement. If the agreement so provides, the certificates of stock shall be registered so that the shares standing in the name of any person as pledgee, trustee or other fiduciary may be voted, in person or by proxy, and without proof of authority.

ARTICLE X Inspection of Books

Each stockholder shall have the unqualified right and privilege to examine all corporate books, records and correspondence. This privilege of examination is conditioned by the provision that the shareholder agrees to indemnify the corporation for losses suffered by improper disclosure of information obtained in the course of such inspection. The shareholder may not delegate the right of inspection.

ARTICLE XI Telephone Meetings

Members of the Board of Directors or an Executive Committee shall be deemed present at a meeting if a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other is used.

ARTICLE XII Partly Paid Shares

The Board of Directors may by resolution authorize the issue of the whole or any part of the shares of stock of the corporation as partly paid, subject to the provisions of Florida Statutes.

ARTICLE XIII Interested Directors or Officers

No contract, act or transaction of the corporation with any person or persons, firm or corporation, in the absence of fraud, shall be affected or invalidated by the fact that any officer or officers, director or directors of the corporation is a party to or are the parties to or interested in such contract, act or transaction, or in any way connected with such person or persons, firm or corporation and each and every person who may become a director or an officer of the corporation is hereby relieved from any liability that might otherwise exist from thus contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in anywise interested.

ARTICLE XIV
By-Laws

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

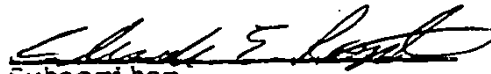
ARTICLE XV
Long-Term Employment Contract

The Board of Directors may authorize the corporation to enter into employment contracts with any executive officer for periods longer than one year, and any charter or bylaw provision for annual election shall be without prejudice to the contract rights, if any, of the executive officer under such contracts.

ARTICLE XVI
Directors Reliance on Corporate Records

A director shall not be liable for dividends illegally declared, distributions illegally made to shareholders, or any other action taken in reliance in good faith upon financial statements of the corporation represented to him to be correct by the President of the corporation or the officer having charge of the books of account, or certified by an independent or certified accountant to clearly reflect the financial condition of the corporation; nor shall he be liable if in good faith in determining the amount available for dividends or distribution he considers the assets to be of ample value.

IN WITNESS WHEREOF, the undersigned being the incorporator of this corporation, execute these Articles of Incorporation and certify to the truth of the facts stated herein, this 24 day of JANUARY, 19 97.


Subscriber

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared CLAUDE EDWARD ROYSTER known to me and known to me to be the person who executed the foregoing articles of incorporation and he acknowledged before me that he executed those articles of incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 24 day of JANUARY, 19 97.



HONORABLE P. JOHNS
NOTARY PUBLIC, STATE OF FLORIDA
Commission # 474178
Exp. 12/31/1999


(Notary Public)

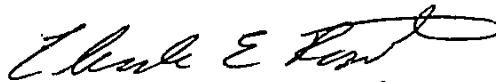
ACCEPTANCE OF APPOINTMENT^{Ref}

OF

REGISTERED AGENT

The undersigned having been designated as and appointed as Registered Agent hereby accepts the appointment pursuant to Florida Statutes 67.034 with said acceptance date to be simultaneous with the formation of Tampa Bay Auto Loans, Inc. as a Florida Corporation, pursuant to Florida law.

DATED at Tampa, Florida on January 24, 1997.



CLAUDE EDWARD ROYSTER

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