iarles L. Cooper, Jr. ATTORNEY AT LAW BOARD CERTIFIED IN TAX LAW

COOPER & BYRNE

A Professional Association

2414 East Plaza Drive Post Office Box 13651 Tellahassee, Florida 32317-3651 Website http://www.cooperbyrne.com

Telephone (904) 671-1111 Facsimile (904) 671-2636

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

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Office Use Only

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NEW FILINGS		AMENDMENTS
	Profit	Amendment
_	NonProfit	Resignation of R.A., Officer/ Director
	Limited Liability	Change of Registered Agent
	Domestication	Dissolution/Withdrawal
1	Other	14

-		Resignation R.A., Onicel Director	1 ~ K \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \
	Limited Liability	Change of Registered Agent	ROYSU
	Domestication	Dissolution/Withdrawal	
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	OTHER FILINGS	REGISTRATION/	

Other

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	Annual Report		QUALIFICATION
	Fictitious Name	F	oreign
	Name Reservation	L	imited Partnership
		R	einstatement
		Т	rademark

Teach.

D. BROWN FEB 1 3 1997

Examiner's Initials	

ARTICLES OF INCORPORATION 97 FEB 13 PM 4: 12

The undersigned hereby makes, subscribes, acknowledges, and files this certificate for the purpose of becoming a corporation for profit under the laws of the State of Florida:

ARTICLE I

Name

The name of this Corporation shall be Quick Cash of Ocala, Inc.

ARTICLE II

Purpose

This Corporation shall be organized for the purpose of engaging in any business which is lawful under the laws of the State of Florida.

ARTICLE III

Agent

The registered agent of this Corporation shall be Roger P. Cooper. The address of the registered agent shall be 3210 Lisa Court, Tallahassee, Florida 32312.

ARTICLE IV

Existence

This Corporation shall have perpetual existence.

ARTICLE V

Address

The initial street address of the principal office of this Corporation shall be 3210 Lisa Court, Tallahassee, Florida 32312.

ARTICLE VI

Capital Stock

The authorized capital stock of this Corporation shall consist of 100,000 shares of voting common stock having a par value of ten cents (\$0.10) each.

ARTICLE VII

Preemptive Rights, Cumulative Voting

Holders of the capital stock of the Corporation shall have the preemptive right to purchase new shares of stock or securities, or rights to acquire stock or securities of the Corporation. Cumulative voting shall not be allowed in the election of its directors or for any other purposes.

ARTICLE VIII

Directors

This Corporation shall have no less than one director (1) nor more than seven (7). The Board of Directors of the Corporation shall consist of all of the stockholders (or, if any stockholder is a corporation or other entity, such shareholder's duly authorized representative). The initial director of the Corporation shall be as follows:

Name

Address

Roger P. Cooper

3210 Lisa Court Tallahassee, Florida 32312

ARTICLE IX

Incorporator

The name and address of the Incorporator is: Roger P. Cooper, 3210 Lisa Court, Tallahassee, Florida 32312.

ARTICLE X

Officers

The officers of the Corporation shall be a president, vice president and a treasurer, and such other officers or agents as may be appointed by the Board of Directors. All officers, agents or

employees as may be necessary shall be chosen in such a manner, for such time, and have such duties as may be described by the By-Laws or determined by the Board of Directors. The names of the initial officers are as follows:

Office

Name

President, Secretary and Treasurer

Roger P. Cooper

ARTICLE XI

Indemnification

The Corporation shall indemnify any person who was or is a party, or is threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative, by reason of the fact that he is or was a director, officer, employee, or agent of the Corporation, or is, or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against expenses (including attorneys' fees, judgments, fines and amounts paid in settlement) actually and reasonably incurred by him in connection with such action, suit or proceeding, including appeals, to the full extent permitted under Chapter 607, Florida Statutes, or its successor statute.

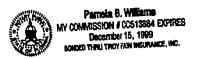
Indemnification as provided hereunder shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of his heirs, executors, administrators and assigns.

IN WITNESS WHEREOF, I, the undersigned Incorporator, hereby set my hand and seal this day of ________, 1997, for the purpose of forming this Corporation under the laws of the State of Florida, and I hereby make and file in the Office of the Secretary of the State in the State of Florida the Certificates of Incorporation and certify that the facts herein stated are true.

ROGER P. COOPER, Incorporator

STATE OF FLORIDA COUNTY OF LEON

BEFORE ME, the undersigned officer, duly authorized to take acknowledgments and administer oaths, personally appeared ROGER P. COOPER, and being first duly sworn and upon his oath, stated that he signed the above Articles of Incorporation for the conditions and purposes therein expressed this 1344 day of 1997.



Panela B Williams
NOTARY PUBLIC - STATE OF FLORIDA

PRINTED NAME OF NOTARY; COMMISSION NUMBER AND EXPIRATION OF COMMISSION

Personally known to me		
or produced the following	g identification:	

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

organized under the laws of the State of Florida, submits the following statement in designating the

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation,

registered office/registered agent, in the State of Florida.	DIV
1. The name of the corporation is: QUICK CASH OF OCALA, INC.	SECRETARY 97 FEB 13
2. The name and address of the registered agent and office is:	13 P
Roger P. Cooper	30
(NAME)	#: 12
3210 Lisa Court	
(P.O. BOX <u>NOT</u> ACCEPTABLE)	
Tallahassee, Florida 32312	
(CITY/STATE/ZIP)	
	,
SIGNATURE May My Ac	
TITLE Incorporator	

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_

DATE 2/13/97

REGISTERED AGENT FILING FEE: \$35.00