

P97000018658



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 273462 10473A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : February 26, 1997

ORDER TIME : 9:24 AM

ORDER NO. : 273462-005

CUSTOMER NO: 10473A

CUSTOMER: Michael A. Fischler, Esq
FISCHLER & FRIEDMAN, P.A.

116 Southeast 6th Court

Ft. Lauderdale, FL 33301

600002098716--4
-02/26/97--01072--025
****122.50 ****122.50

DOMESTIC FILING

NAME: CASH-INN OF MIAMI, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

2.27.97 CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

The person behind this
corp is also behind
CASH-INN, INC. - Per
Sharon Tala - go ahead
and file.
KR

W97-4629
K.R.

FEB 26 1997

K.R. FEB 28 1997

FILED
97 FEB 26 AM 8:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 FEB 26 AM 9:32
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 26, 1997

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

SUBJECT: CASH-INN OF MIAMI, INC.
Ref. Number: W97000004629

RESUBMIT
Please give original
submission date as file date.

We have received your document for CASH-INN OF MIAMI, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6932.

Kimberly Rolfe
Document Specialist

Letter Number: 797A00010177

RECEIVED
97 FEB 27 PM 2:45
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

OF

CASH-INN OF MIAMI, INC.

The undersigned, a natural person competent to contract, does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

ARTICLE I

CORPORATE NAME

The name of this Corporation shall be:

CASH-INN OF MIAMI, INC.

FILED
97 FEB 26 AM 8:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II

NATURE OF CORPORATE BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be 10,000 shares of common stock, \$1.00 par value per share.

ARTICLE IV

TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE V

REGISTERED AGENT, PRINCIPAL OFFICE AND INITIAL REGISTERED OFFICE IN FLORIDA

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Michael A. Fischler, Esq.
Fischler & Friedman, P.A.
116 S.E. Sixth Court
Fort Lauderdale, FL 33301

ARTICLE VI

BOARD OF DIRECTORS

This Corporation shall have one (1) Director initially.

ARTICLE VII

INITIAL DIRECTOR

The name and address of the initial Director of this Corporation is:

Larry Venturi
c/o Michael A. Fischler, Esq.
Fischler & Friedman, P.A.
116 S.E. Sixth Court
Fort Lauderdale, FL 33301

The person named as initial Director shall hold office for the first year of existence of this Corporation, or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII

INCORPORATOR

The name of the person signing these Articles of Incorporation as the Incorporator is Michael A. Fischler, 116 S.E. Sixth Court, Fort Lauderdale, Florida 33301.

ARTICLE IX

INDEMNIFICATION

This Corporation shall indemnify to the fullest extent permitted by Section 607.0850 of the Florida Business Corporation Act, as may be amended from time to time, any director or officer of the Corporation who is a party or who is threatened to be made a party to any proceeding which is a threatened, pending or completed action or suit brought against said officer or director in his official capacity. This Corporation shall not indemnify any director or officer in any action or suit, threatened, pending or completed, brought by him against the Corporation, in the event the officer or director is not the prevailing party. Indemnification of any other persons, such as employers or agents of the Corporation, or serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint

venture, trust, or other enterprise, shall be determined in the sole and absolute discretion of the Board of Directors of the Corporation.

Pursuant to Section 607.0850(9)(a) of the Florida Business Corporation Act, no court ordered indemnification shall, under any circumstances, be permitted.

ARTICLE X

AFFILIATED TRANSACTIONS

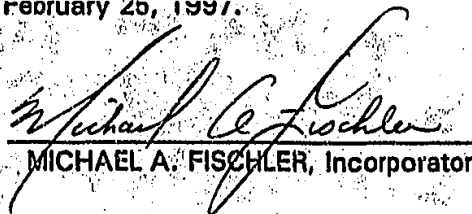
This Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

ARTICLE XI

CONTROL SHARE ACQUISITIONS

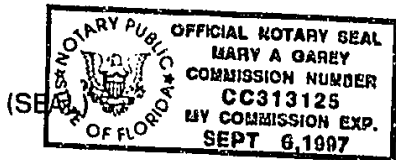
This Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

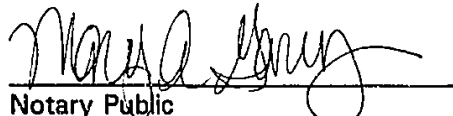
IN WITNESS WHEREOF, the undersigned Incorporator has executed the foregoing Articles of Incorporation on February 25, 1997.


MICHAEL A. FISCHLER, Incorporator

STATE OF FLORIDA)
 ss.
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me on this 25th day of February, 1997, by Michael A. Fischler, as Incorporator, who produced is personally known.





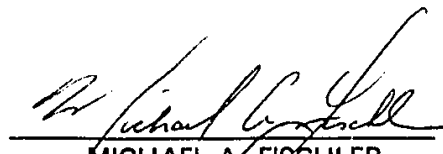
Notary Public
My Commission Expires:

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND OFFICE FOR SERVICE OF PROCESS**

CASH-INN OF MIAMI, INC., a corporation existing under the laws of the State of Florida with its principal office and mailing address at: 116 S.E. Sixth Court, Fort Lauderdale, Florida 33301, has named Michael A. Fischler, 116 S.E. Sixth Court, Fort Lauderdale, Florida 33301, as its agent to accept service of process within the State of Florida.

ACCEPTANCE:

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent, and agree to comply with all applicable provisions of law.



MICHAEL A. FISCHLER

FILED
97 FEB 26 AM 8:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA