

THOMAS L. LaSALLE
ATTORNEY AT LAW

5353 NORTH FEDERAL HIGHWAY • SUITE 405
FORT LAUDERDALE, FLORIDA 33308

(305) 491-7500
FAX (305) 493-5257

P97000046997

May 23, 1997

Corporate Records Bureau
Division of Corporation
Department of State
P.O. Box 6327
Tallahassee, FL 32301

300002192359--5
-05/27/97--01159--017
*****70.00 *****70.00

Re: NATIONS AUTO TITLE LOANS OF BOCA, INC.

Dear Sir/Madam:


Enclosed herein please find an original and one (1) copy of the Certificate of Incorporation for the above named corporation. We ask that you file the original and return the copy to us stamped with the date of filing.

We are enclosing a check in the sum of \$70.00 to cover the following:

Filing Fee	\$35.00
Resident Agent Certificate	\$35.00
Total	<u>\$70.00</u>

Your cooperation in this matter is appreciated.

Very truly yours,


THOMAS L. LaSALLE

TLL/mcl
encl.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
97 MAY 27 PM 2:02

RP
5-28-97

**ARTICLES OF INCORPORATION
OF**

NATIONS AUTO TITLE LOANS OF BOCA, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 MAY 27 PM 2:02

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME AND ADDRESS

The name of the corporation shall be: **NATIONS AUTO TITLE LOANS OF BOCA, INC.** The address of the principal office of this corporation shall be 335 N. Federal Highway, Boca Raton, FL 33432 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, county, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$10.00 per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 335 N. Federal Highway, Boca Raton, FL, and the name of the initial Registered Agent of the corporation at that address is **RICHARD KLEIMAN.**

ARTICLE V. BOARD OF DIRECTORS

The business of this corporation shall be conducted by a Board of Directors consisting of not less than one (1) director nor more than three (3).

ARTICLE VI. INITIAL DIRECTORS

The name and post office address of the members of the first Board of Directors who shall hold office from the organization of this corporation to the first annual meeting thereof, or until their successors are elected and have qualified, is as follows:

Name

Address

RICHARD KLEIMAN

335 N. Federal Highway
Boca Raton, FL 33432

ARTICLE VII. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Name

Address

RICHARD KLEIMAN

335 N. Federal Highway
Boca Raton, FL 33432

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal
on May 23rd, 1997.



RICHARD KLEIMAN

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATE AFFAIRS
97 MAY 27 PM 2:02

RICHARD KLEIMAN, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.



RICHARD KLEIMAN