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May 27, 1997

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RECEIVED
JUN 1 1997
TALLAHASSEE, FLORIDA

Corporations Division
Department of State
409 East Gaines Street
Attn: Florida Filing
Tallahassee, Florida 32399

Re: First Financial Title Loans, Inc.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation for the above referenced corporation, together with a check in the amount of \$122.50 to cover the filing fee, certified copy fee, and registered agent designation fee.

Please file the original Articles with your office and return the certified copy to my office at your earliest convenience.

Very truly yours,

James J. Reeves

FILED
97 JUN -2 PM 4:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Handwritten signature and date: 6/13/97

ARTICLES OF INCORPORATION
OF
FIRST FINANCIAL TITLE LOANS, INC.

FILED
97 JUN -2 PM 4:10
SECRET
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation is FIRST FINANCIAL TITLE LOANS, INC.

ARTICLE II - DURATION

This Corporation shall exist perpetually commencing on the date of the execution of these Articles.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of One Dollar (\$1.00) par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the principal office of the Corporation is 402 WEST GREGORY STREET, PENSACOLA, FLORIDA 32501, and the name of the initial registered agent of this Corporation at that address is ROBERT LANKFORD.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director 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. The name and address of the initial Director of this Corporation is:

ROBERT LANKFORD
402 WEST GREGORY STREET
PENSACOLA, FLORIDA 32501

ARTICLE VIII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation

ROBERT LANKFORD
402 WEST GREGORY STREET
PENSACOLA, FLORIDA 32501

ARTICLE IX - BY-LAWS

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

IN WITNESS WHEREOF, the undersigned have hereunto set their hands and seals to these Articles of Incorporation this 27th day of May, 1997.

Signed, sealed and delivered
in the presence of:


ROBERT LANKFORD

FILED
JUN - 2 PM 4:10
SECRETARY
ALLAHASSEE,
FLORIDA

I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said corporation.


ROBERT LANKFORD

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 27th day of May, 1997, by ROBERT LANKFORD, who is personally known to me or who produced _____ as identification and did / did not take an oath.


Notary Public

