

P97000086439

Duane Thomas

Requestor's Name

P.O. Box 2137

Address

Lake City, FL (904) 755-5014

City/State/Zip

Phone #

FILED

97 OCT -7 PM 12:34

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Office Use Only

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

1. Santa Fe Title Loans, Inc.  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

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☐ Mail out

☐ Will wait

☐ Photocopy

☒ Certificate of Status

NEW FILINGS	
<input checked="" 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

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P.Mall OCT - 7 1997

ARTICLES OF INCORPORATION  
*Santa Fe* FOR  
SOUTHEAST TITLE LOANS, INC.

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ARTICLE I

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The name of the corporation is *Santa Fe* ~~SOUTHEAST~~ TITLE LOANS, INC.

ARTICLE II

The duration of the corporation is perpetual.

ARTICLE III

The general purposes for which the corporation is organized are:

1. To engage in the business of loans.
2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act.
3. To do other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV

The aggregate number of shares which the corporation is authorized to issue is ONE THOUSAND (1000). All shares shall be of a single class and have a par value of ONE DOLLAR (\$1.00) per share.

ARTICLE V

The street address of the initial principal office of the corporation is 2895 West Highway 90, Lake City, Florida 32055. The initial mailing address of the corporation is P.O. Box 2137, Lake City, Florida 32056. The name of the initial registered agent of the corporation is Duane E. Thomas whose business street address is 204 South Marion Street, Lake City, Florida 32055, and whose mailing address is P.O. Box 2137, Lake City, Florida 32056.

#### ARTICLE VI

The number of directors constituting the initial board of directors of the corporation is two (2). The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one (1). The name and address of each person, who is to serve as a member of the initial board of directors is: Clinton D. Thomas, P.O. Box 2137, Lake City, Florida 32056; Duane E. Thomas, P.O. Box 2137, Lake City, Florida 32056.

#### ARTICLE VII

Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at market value thereof, a prorata portion of:

1. Any stock of any class that the corporation may issue or sell, whether or not exchangeable for any stock or the corporation authorized by the articles of incorporation was originally filed or by any amendment thereof or out of shares of stock of the corporation acquired by it after the issuance thereof, and whether issued for cash, labor done, personal property or leases thereof, or

2. Any obligation that the corporation may issue or sell which is convertible into or exchangeable for any stock.

#### **ARTICLE VIII**

A majority of the shares of the corporation, entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

#### **ARTICLE IX**

A majority of the directors shall constitute a quorum for a meeting of the directors.

If a quorum is present, the affirmative vote of a majority of the directors present or, if a director or directors have abstained from voting because of any interest in the matter to be voted upon, the affirmative vote of a majority of the directors present and voting, shall be the act of the board of directors.

#### **ARTICLE X**

The shareholders of this corporation may remove without cause any director or officer from office during his term.

#### **ARTICLE XI**

The directors of this corporation may take action by written consent, as provided by law.

#### **ARTICLE XII**

Dividends may be paid to shareholders, only out of the unreserved and unrestricted earned surplus of the corporation.

#### **ARTICLE XIII**

The corporation shall indemnify any officer or director, or

any former officer or director, to the full extent permitted by law, if he or she acted in good faith or in a manner he or she reasonably believed to be in or not opposed to the best interest of the corporation, unless there is gross negligence or willful misconduct.

#### ARTICLE XIV

Shares of stock in this corporation shall not be transferred or sold until the sale or transfer has been reported to and approved by the board of directors.

#### ARTICLE XV

No stockholder shall have the right to sell, assign, pledge, encumber, transfer or otherwise dispose of any of his shares unless first offered to the corporation at the net asset value thereof. Such offer shall be in writing, signed by the stockholder, shall be sent by registered or certified mail to the corporation at its principal place of business and shall remain open for acceptance by the corporation for a period of sixty (60) days from the date of mailing. If the corporation fails or refuses to purchase such shares within the sixty (60) days then the remaining stockholders may exercise the right of purchase of the corporation.

On the death of any stockholder, the corporation shall have the right to purchase all shares owned by such stockholder immediately prior to his or her death on the terms set forth above.

#### ARTICLE XVI

The power to adopt, alter, amend or repeal bylaws shall be vested in the stockholders exclusively.

ARTICLE XVII

The name and address of each incorporator is Clinton D. Thomas, P.O. Box 2137, Lake City, Florida 32056.


Dated this 7th day of October, 1997.

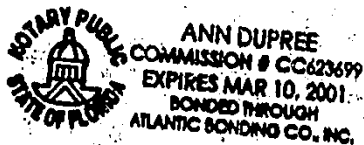
  
CLINTON D. THOMAS

STATE OF FLORIDA  
COUNTY OF COLUMBIA

I HEREBY CERTIFY that on this day, before an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Clinton D. Thomas who is personally known to me.

WITNESS my hand and official seal in the County and State last aforesaid this 7th day of October, 1997.

  
Notary Public  
Name: Ann Dupree  
My Commission expires:



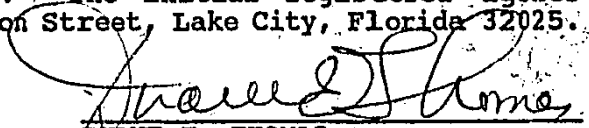
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ACCEPTANCE OF REGISTERED AGENT

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

<sup>Said</sup> I, DUANE E. THOMAS, accept the designation as registered agent for ~~SOUTHEAST~~ TITLE LOANS, INC., as provided in the Articles of Incorporation, filed herewith. The initial registered agents address shall be 204 South Marion Street, Lake City, Florida 32025.

  
DUANE E. THOMAS