

P97000097283

BETTY KAIL

P.O. Box 40-2842
MIAMI BEACH, FLORIDA 33140-0842

TELEPHONE: (305) 576-3010
FACSIMILE: (305) 573-1849

November 10, 1997

VIA OVERNIGHT U.S. MAIL

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314
Attention: New Filings

600002344686--1
-11/12/97-01077-004
*****122.50 *****122.50

Re: Quick Cash Conversion, Inc.

Dear Sir/Madame:

Enclosed please find the original and two copies of the duly executed Articles of Incorporation for Quick Cash Conversion, Inc.

Also enclosed is a check in the amount of \$122.50 representing the filing fee for this corporation.

Please return a conformed/stamped copy of the Articles of Incorporation showing the date of incorporation, at your earliest convenience.

If you have any questions, please do not hesitate to contact me. Thank you for your anticipated assistance.

Sincerely yours,

BETTY KAIL

Betty Kail
Enclosure(s)

B/S
11/14/97

FILED
97 NOV 12 PM 12:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
QUICK CASH CONVERSION, INC.**

97 NOV 12 PM 12:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, in order to form a corporation under and pursuant to the provisions of the Laws of Florida for the purposes set forth below, hereby subscribe to these Articles of Incorporation.

I.

The name of the corporation shall be **QUICK CASH CONVERSION, INC.**

II.

The purpose and general nature of the business to be conducted and transacted by the corporation shall be as follows:

A. To do and transact any and all business as permitted under the laws of the State of Florida and the United States of America.

B. To purchase for investment and resale, and to traffic in land, property, houses and buildings and other property of any nature. To create, sell and deal in freehold and leasehold ground rents. To make advances upon the security of land or houses or other property. To deal in any manner with real and personal property.

C. To draw, make, accept, endorse, discount, execute, and issue promissory notes, bills of exchange, and other negotiable instruments, including bonds, debentures, or other obligations of this corporation, whether secured by mortgage pledge, or otherwise, or unsecured, for money borrowed, or in payment for property purchased or

acquired, or for other lawful objects.

D. To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of the shares of capital stock, or any bonds, securities, or other evidences of indebtedness, created by any corporation and while owner of such stock or evidence of indebtedness, to exercise all of the rights, powers and privileges of ownership, including the right to vote according to the rights of said instruments and agreements.

E. To purchase, hold, sell and transfer shares of its own capital stock; subject, however, to such limitations as may be provided by law; and provided further, that shares of its own capital stock owned by the corporation shall not be voted upon directly or indirectly nor counted as outstanding for the purpose of any stockholder's quorum or vote.

Without limiting any of the purposes, powers and objects of this corporation, it is expressly declared and provided that this corporation shall have power in carrying on its own business, or for the purpose of accomplishment of any of the purposes or attainment of the objects herein above specified, to make and perform contracts of any kind and description and to do any and all other acts and things, and to exercise any and all powers, either as principal, agent or broker, conferred by the Laws of Florida upon corporations, and which a partnership or natural person could do and exercise, and which now or hereafter may be authorized by law.

III.

The number of shares of stock that this corporation is authorized to have outstanding at any time is 100 shares at \$1.00 par value.

IV.

The amount of capital with which this corporation shall begin business shall be \$100.00.

V.

The existence of this corporation shall be perpetual.

VI.

The principal office of this corporation shall be located at 4100 N.E. 1st Avenue, Number 1, Miami, Florida 33137.

VII.

The Board of Directors of this corporation shall consist of not less than one and not more than three members.

VIII.

The names and addresses of the first Board of Directors as well as the Incorporators who shall, subject to these Articles of Incorporation, By-Laws, and the laws of Florida, hold office for the first year of the corporation's existence, or until their successors shall have been elected and qualified, is as follows:

BETTY KAIL	4100 N.E. 1 st Avenue, No. 1 Miami, Florida 33137
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IX.

The registered agent and the registered office for this corporation is:

BETTY KAIL	4100 N.E. 1 st Avenue, No. 1 Miami, Florida 33137
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X.

The names and addresses of each subscriber to these Articles of Incorporation, and the number of shares of stock each agrees to take, the total aggregate amount of which shall be the sum of \$100.00 the amount of capital with which this corporation shall begin business.

NAME	ADDRESS	SHARE	AMOUNT
BETTY KAIL	4100 N.E. 1 st Avenue No. 1 Miami, Florida 33137	100	\$100.00

XI.

The officers of the corporation until the first meeting of the corporation Board of Directors, or until successors are elected, shall be:

BETTY KAIL, President/Secretary, Treasurer

XII.

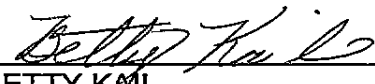
This corporation shall be initially governed by the stockholders, notwithstanding other provisions of these Articles of Incorporation. At the discretion of the initial sole stockholder or the successor of all shares of the stockholder, or when there are two or more stockholders owning stock in the corporation, at a meeting held for that purpose, stockholders may elect to operate with a Board of Directors and officers as provided elsewhere in these Articles of Incorporation. At such time there shall be elected a minimum of one director who shall hold office for one year after their election or until their successors are elected or appointed and have qualified. The stockholders shall also elect

such persons to fill the offices of: PRESIDENT, VICE PRESIDENT, SECRETARY, TREASURER, and such other offices as are permitted by the By-Laws of the corporation. The officers shall serve for one year after their election or until their successors are elected or appointed and have qualified. The manner and form of electing or appointing officers and directors shall be set out in the By-Laws.

XIII.

ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been made initial Registered Agent to accept service of process of the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.


BETTY KAIL
REGISTERED AGENT

IN WITNESS WHEREOF, I have hereunto made, subscribed and acknowledged these Articles of Incorporation.


BETTY KAIL

STATE OF FLORIDA)

COUNTY OF DADE)

I hereby certify that on this date personally appeared BETTY KAIL, to me known to be the same described in and who executed these Articles of Incorporation and

acknowledged the Articles to be the act and deed of the subscribers and that the facts set forth therein are true.

WITNESS my hand and seal at Miami, Dade County, Florida, this 10 day of November 1997.



Sign: Mayra C. Winstel
State of Florida at Large Mayra C. Winstel
(Seal)
Commission Number:
My Commission Expires:
I.D. - Driver's License (R)

FILED
97 NOV 12 PM 12:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA