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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: READY CASH PAWN, INC.

AUDIT NUMBER.....H97000020248

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

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ARTICLES OF INCORPORATION

OF

READY CASH PAWN, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation shall be:

READY CASH PAWN, INC.

The principal place of business of this corporation shall be:

1912 Hollywood Boulevard
Hollywood, FL 33020

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, country, territory or nation.

ARTICLE III

DURATION

This corporation shall exist in perpetuity.

ARTICLE IV

STOCK

The maximum number of shares of stock that this corporation is

PREPARED BY: RICHARD M. SEPLER, ESQ.
2997 Day Ave., Miami, FL 33133
Telephone: (305) 444-6101
Fla Bar No. 072391

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authorized to have outstanding at any one time is one hundred (100) shares of common stock, having no par value per share which shall be designated as common shares, requiring a paid in capital of \$500.00.

ARTICLE V
RIGHT OF SHARES OF CAPITAL STOCK

The entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares, each share having one (1) vote.

Nothing in these Article shall be construed to allow for cumulative voting of said shares.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation shall be 1912 Hollywood Boulevard, Hollywood, FL 33020 and the name of the initial Registered Agent of the corporation at that address is ELZIE FRAZIER, JR.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors, initially. The number of directors may either be increased or decreased, from time to time, by the By-laws, adopted by the corporation. The name and street address of the initial members of the Board of Directors are:

Elzie Frazier, Jr.
Chairman and President
1912 Hollywood Boulevard
Hollywood, FL 33020

Andree Siracusa
Secretary and Treasurer
1912 Hollywood Boulevard
Hollywood, FL 33020

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ARTICLE VIII
AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendments hereto, and any right conferred upon the shareholders are subject to this reservation.

ARTICLE IX
BY-LAWS

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

ARTICLE X
OFFICERS

The name and address of the initial officers of the corporation who shall hold office for the first year of the corporation or until their successors are elected or appointed are:

Elzie Frazier, Jr.
Chairman and President
1912 Hollywood Boulevard
Hollywood, FL 33020

Andree Siracusa
Secretary and Treasurer
1912 Hollywood Boulevard
Hollywood, FL 33020

ARTICLE XI
SUBSCRIBER

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

Elzie Frazier, Jr.
1912 Hollywood Boulevard
Hollywood, FL 33020

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ARTICLE XII
SPECIAL PROVISION

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

IN WITNESS WHEREOF, the undersigned has hereunto set
his hand and seal on this 8 day of Dec, 1997.

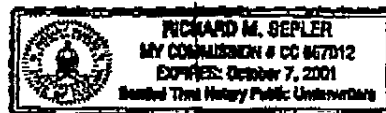

ELZIE FRAZIER, JR.

STATE OF FLORIDA)
)
COUNTY OF)

The foregoing instrument was sworn to, subscribed and
acknowledged before me this 8 day of Dec, 1997, by
ELZIE FRAZIER, JR., who is personally known to me or has produced
DR. JEN (FRA) LIC. 11111 as identification and who did
take an oath.


By: RICHARD M. SEPLER
NOTARY PUBLIC, State of Florida

My Commission Expires:



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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OR PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with Chapter 48, Section 48.091, Florida Statutes, the following is submitted:

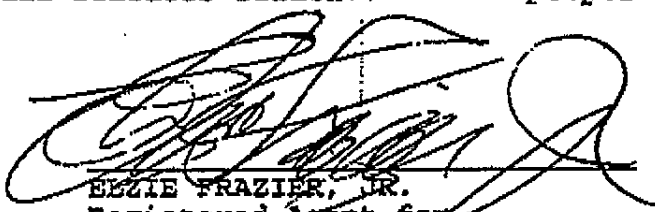
First That READY CASH PAWN, INC., a Florida corporation, with its principal place of business as indicated in the Articles of Incorporation, desiring to organize or qualify under the laws of the State of Florida, has named ELZIE FRAZIER, JR., as its agent to accept Service of Process within the state at 1912 Hollywood Boulevard, Hollywood, FL 33020.

Dated: 11/13/97, 1997


ELZIE FRAZIER, JR., Subscriber

Having been named to accept Service of Process for the above-stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

Dated: 11/13/97, 1997


ELZIE FRAZIER, JR.
Registered Agent for
READY CASH PAWN, INC., a Florida
corporation

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