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JOHN F. SPROULL, JR.

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December 11, 1997

Division of Corporations Post Office Box 6327 Tallahassee, FL_ 32314

Re: AlA TITLE LOAN & CHECK CASHING, INC.

Dear Sirs:

Enclosed please find original and one copy of Articles of Incorporation for A1A TITLE LOAN & CHECK CASHING, INC., together with Certificate Designating Resident Agent. Also enclosed is our check in the amount of \$70.00 to cover the filing fees.

Sincerely,

John F. Sproull

JFS/vm Enc.

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ARTICLES OF INCORPORATION

OF

A1A TITLE LOAN & CHECK CASHING, INC.

ARTICLE I - NAME

The name of the Corporation shall be A1A TITLE LOAN & CHECK CASHING, INC.

ARTICLE II - EXISTENCE

The Corporation shall have perpetual existence and its existence shall begin on date of filing with the Secretary of State.

ARTICLE III - PURPOSE

The purpose of the Corporation is to engage in any business or venture authorized and permitted by the laws of the State of Florida and of the United States of America.

ARTICLE IV - STOCK

The Corporation shall be entitled to issue One Hundred (100) shares of common stock at no par value.

ARTICLE V - OFFICERS

The corporation shall have no directors and its business shall be conducted by its officers of which there shall be a President and a Secretary/Treasurer. The names of the initial officers and their addresses are: President - Robert Frank Scardo, Post Office Box 531, Ocklawaha, FL 32183, and Secretary/Treasurer - Terri Lynne Turner, Post Office Box 935, Palatka, FL 32178-0935.

ARTICLE VI - REGISTERED OFFICE AND REGISTERED AGENT

The corporate address and the corporation's principal place of business shall be 103 South Highway 41, Inverness, FL 34450 and its registered agent at that address shall be Terri Lynne Turner.

ARTICLE VII - ANNUAL MEETING

The annual meeting of the Corporation shall be in the first Monday in December of each and every year.

ARTICLE VIII - SUBSCRIBERS/INCORPORATORS

The name of the subscribers and incorporators of the Corporation and their addresses are:

Robert Frank Scardo

P.O. Box 531 Ocklawaha, FL 32183

Terri Lynne Turner

P.O. Box 935 Palatka, FL 32178-0935

IN WITNESS WHEREOF, We have hereunto set our hands and seals this Aday of Alocenta, 1997.

OBERT FRANK SCARDO

TERRI NYNNE TURNER

STATE OF FLORIDA COUNTY OF FUTNAM

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized under the laws of the State of Florida to administer oaths and take acknowledgments, ROBERT FRANK SCARDO and TERRI LYNNE TURNER, well known to me to be the persons subscribing their names to the attached and foregoing Articles of Incorporation and they acknowledged before me that they subscribed their names to the foregoing certificate for the purposes therein set forth and expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, this 15th day of Occanible ,1997.

> αfi Printed Name My Commission Expires: OU

Personally Known

ID Produced



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

IN PURSUANCE of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act.

FIRST -- That Ala TITLE LOAN & CHECK CASHING, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in the Town of Inverness, County of Citrus, State of Florida, has named TERRI LYNNE TURNER, 103 South Highway 41, Inverness, Florida 34450 its agent to accept service of process within its State.

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping said office.

Resident Agent

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SECRETARY OF STAIL
ANASSEF, FLORID