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FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305)599-0839

ACCT#: 071001002335

FAX #: (305)716-0346

NAME: ALL-N-ONE TITLE LOAN CO., INC (III)
AUDIT NUMBER.....H98000011120
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 16, 1998

FAS-T CORP AGENTS INC

SUBJECT: ALL-N-ONE TITLE LOAN CO., INC. (III)
REF: W98000013751

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ARTICLES OF INCORPORATION

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ALL-N-ONE TITLE LOAN CO., INC. (III)

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation shall be:

ALL-N-ONE TITLE LOAN CO., INC. (III)

The principal place of business of this corporation shall be:

P. O. Box 483, Auburndale, Florida 33823

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in or transact 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.

Prepared by Ronald A. Brown
P. O. Box 999, Winter Haven, FL 33882-0999
(941) 299-1500

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ARTICLE III. CAPITAL STOCK

The aggregate number of shares of stock and its part value that this corporation is authorized to have outstanding at one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V. OFFICERS AND DIRECTORS

The names and street addresses of the initial officers and directors, if any, who shall hold office the first year of the corporation's existence or until their successors are elected are:

Carol Ingram
President

960 Berkley Road
Auburndale, FL 33823

Bill J. Ingram
Vice President

960 Berkley Road
Auburndale, FL 33823

Carol Ingram
Secretary/Treasurer

960 Berkley Road
Auburndale, FL 33823

ARTICLE VI. INCORPORATOR(S)

The name and street address of the incorporator to this Articles of Incorporation is Ronald A. Brown, P. O. Box 999, Winter Haven, FL 33882-0999.

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IN WITNESS WHEREOF, the undersigned incorporator has
executed these Articles of Incorporation this 11th day of
June, 1998.

Signature of Incorporator

Ronald A. Brown

RONALD A. BROWN

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is All-N-One Title Loan Co., Inc. (III).
2. The name and address of the registered agent and office is Carol Ingram, 360 Berkley Road, Auburndale, FL 33823.

SIGNATURE Carol Ingram
TITLE president
DATE June 12, 1998

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325, Florida Statutes.

SIGNATURE Carol Ingram
DATE June 12, 1998

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TALLAHASSEE, FLORIDA

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