

William E. Kreuter
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July 22, 1998

P98000064782

David Mann, Director
Division of Corporations
Florida Department of State
409 E. Gaines Street
Tallahassee, Florida 32399

FILED
98 JUL 23 AM 11:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: RAPID CASH TITLE LOANS, INC.

Dear David:

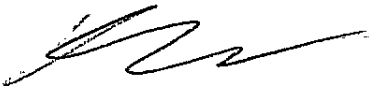
Per my telephone conversation with Elizabeth today, I am enclosing the original and one (1) copy of the Articles of Incorporation in regard to the above-captioned corporation, together with an original and one (1) copy of the Certificate Designating Registered Agent and a check in the amount of \$122.50 to cover the following:

Filing Fee	\$ 35.00
Certified Copy	52.50
Filing Certificate of Registered Agent	<u>35.00</u>
	\$122.50

Would you be kind enough to have these Articles filed as of July 23, 1998 and return a Certified Copy of the Articles to me and could I impose upon you to fax me a copy of the Certificate of Incorporation (407-841-7774) after the Articles have been filed?

David, I really appreciate your help.

Very truly yours,



WILLIAM E. KREUTER
WEK:cl
Enclosures

VIA OVERNIGHT MAIL

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-07/23/98--01001--009
****122.50 ****122.50

BE 7/23

ARTICLES OF INCORPORATION

OF

RAPID CASH TITLE LOANS, INC.

FILED

98 JUL 23 AM 11: 29

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

The undersigned incorporator, for the purposes of forming a corporation under the Florida General Corporations Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME OF CORPORATION:

The name of this Corporation shall be:

RAPID CASH TITLE LOANS, INC.

PRINCIPAL OFFICE:

The principal place of business and mailing address of this corporation shall be:

**6700 Silver Star Road
Orlando, Florida 32818**

ARTICLE III

GENERAL NATURE OF BUSINESS:

The general purposes for which the Corporation is organized are to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

SHARES:

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is: **ONE HUNDRED** shares of common stock, having no par value.

ARTICLE V

INITIAL REGISTERED AGENT AND STREET ADDRESS:

The name and address of the initial registered agent is:

**JUDSON W. RUSS
6700 Silver Star Road
Orlando, Florida 32818**

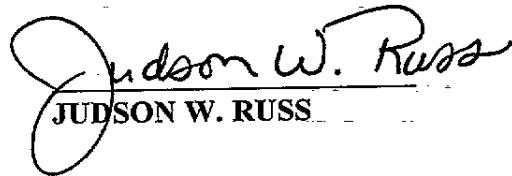
ARTICLE VI

INCORPORATOR:

The name and address of the Incorporator to these Articles of Incorporation are:

**JUDSON W. RUSS
6700 Silver Star Road
Orlando, Florida 32818**

The undersigned incorporator has executed these Articles of Incorporation this 22nd day of July,
1998.


JUDSON W. RUSS

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501, 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:

RAPID CASH TITLE LOANS, INC.

2. The name and address of the registered agent and office is:

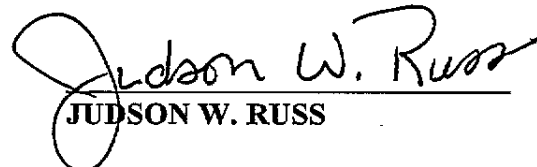
NAME: **JUDSON W. RUSS**

ADDRESS: **6700 Silver Star Road**

CITY/STATE/ZIP **Orlando, Florida 32818**

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TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


JUDSON W. RUSS

DATE: July 22, 1998