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PHONE: (305)541-3694

NAME: MESA AUTO TITLE LOANS, INC.
AUDIT NUMBER.....H98000021095
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..0 PAGES..... 4
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ARTICLES OF INCORPORATION
OF
MESA AUTO TITLE LOANS, INC.

THE UNDERSIGNED, each a natural person competent to contract for the purpose of forming a corporation under the laws of the State of Florida, hereby adopt(s) the following Articles of Incorporation for such corporation:

ARTICLE I - CORPORATE NAME

The name of this Corporation shall be:

MESA AUTO TITLE LOANS, INC.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III - AUTHORIZED CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is one hundred (100) shares of Common Stock having a par value of One Dollar (\$1.00) per share.

Prepared by:
Peter R. Abesada, P.A.
2903 Salzedo Street
Coral Gables, FL 33138
(305) 446-6691
Florida Bar No. 828882

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ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this Corporation will begin business shall not be less than One Hundred (\$100.00) Dollars.

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI - INITIAL ADDRESS

The initial street address in this State of the principal office of the Corporation shall be:

3062 N.W. 7 Street, Miami, Florida 33125

ARTICLE VII - DIRECTORS

1. The number of Directors of this Corporation shall be no less than (1).
2. The names and street addresses of each member of the first Board of Directors are as follows:

<u>Name</u>	<u>Address</u>
NIVARDO MESA, JR.	3062 N.W. 7 Street, Miami, FL 33125

ARTICLE VIII - SUBSCRIBERS

The names and street addresses of each person signing these Articles of Incorporation as a subscriber are as follows:

<u>Name</u>	<u>Address</u>
NIVARDO MESA, JR.	3062 N.W. 7 Street, Miami, FL 33125

ARTICLE IX - REGISTERED AGENT

The street address of the initial Registered Office of this Corporation shall be PETER R. ABESADA, P.A., 2903 Salzedo Street, Coral Gables, Florida 33134, and the name of the initial Registered Agent at such address shall be PETER R. ABESADA, ESQUIRE.

IN WITNESS WHEREOF, the undersigned subscribing incorporator does hereby make, subscribe, acknowledge and certify that the foregoing Articles of Incorporation are true and correct and have hereunto set our hands and seals this 12th day of November, 1998.

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BY: Nivardo Mesa, Jr. (SEAL)

The undersigned whose street address is 2903 Salzedo Street, Coral Gables, Florida 33134 accepts the designation as Registered Agent as is contained in the above Articles.

Peter R. Abesada
Peter R. Abesada, Esquire
Registered Agent

STATE OF FLORIDA)
) SS.
COUNTY OF MIAMI-DADE)

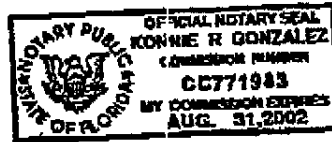
BEFORE ME, this day personally appeared Nivardo Mesa, Jr. and Peter R. Abesada, known to me to be the persons described in and who executed the foregoing Articles of Incorporation and acknowledged before me that they executed same freely and voluntarily for the purposes therein stated.

WITNESS my hand and official seal at Miami, Dade County, Florida this 2 day of November, 1998.

Konnie R. Gonzalez
NOTARY PUBLIC
State of Florida at Large

My Commission Expires: 8/31/02

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