

FILED

ARTICLES OF INCORPORATION  
OF

93 APR 13 PM 1:28

Castle Jewelry and Title Loans, Inc.

STATE OF IDAHO

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 Idaho

**ARTICLE I NAME**

The name of the corporation shall be Castle Jewelry and Title Loan, Inc.

**ARTICLE II NATURE OF BUSINESS**

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Idaho, or any other state, county, territory or nation.

**ARTICLE III CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is Five Hundred Thousand (500,000) shares of common stock having a par value of \$1.00 per share.

**ARTICLE IV ADDRESS**

The street address of the initial registered office of the corporation shall be 1850 East Seltice, Post Falls, Idaho, 83854 the name of the initial Registered Agent for the corporation at that address is Kandis Scott

**ARTICLE V SPECIAL PROVISIONS**

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 may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

IDAHO SECRETARY OF STATE

04/13/1998 09:00  
CK: 5177 CT: 97252 BW: 100488

1 @ 100.00 = 100.00 CORP

[3001]

C123612

## **ARTICLE VI TERM OF EXISTENCE**

This corporation shall exist perpetually.

## **ARTICLE VII LIMITATION OF LIABILITY**

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

## **ARTICLE VIII SELF DEALING**

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

Kandis Scott

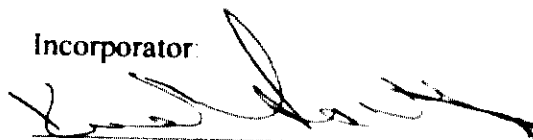
**ARTICLE IX INCORPORATOR**

The name and address of the incorporator is:

Kandis Scott  
1850 East Seltice  
Post Falls, Idaho 83854

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this  
day of \_\_\_\_\_, 19\_\_\_\_

Incorporator



STATE OF  
COUNTY OF

Idaho  
Kootenai

The foregoing instrument was executed and acknowledged before me this  
April, 1998, by Kandis Scott day of

(SEAL)

Cecil Kelly  
Notary Public  
State of Idaho  
My Commission Expires  
Nov 2003

DESIGNATION OF AND ACCEPTANCE  
BY REGISTERED AGENT

The following is submitted in compliance with the laws of the State of Idaho Castle Jewelry and Title Loans, Inc., a corporation organizing under the laws of the State of Idaho, with its principal office located at 1850 Seltice, Post Falls, Idaho, has named Kandis Scott, whose address is 1850 Seltice, Post Falls, Idaho 83854, as its Agent to accept service of process within this State.

ACCEPTANCE:

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

Registered Agent

STATE OF  
COUNTY OF

Idaho  
Kootenai

BEFORE ME, the undersigned authority, this day personally appeared Kandis Scott, who, after being duly sworn, deposes and says that the facts and matters contained above are true and correct, and that he has executed the same for the purposes expressed herein.

1998 WITNESS my hand and official seal this 6 day of April.

(SEAL)

Notary Public  
State of Idaho  
My Commission Expires Nov 2003