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MERGER OR SHARE EXCHANGE

CHECK EXPRESS, INC.

Certificate of Status	0
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Help

ARTICLES OF MERGER
OF
Q.C.&G. FINANCIAL, INC.,
an Arizona corporation,
INTO
CHECK EXPRESS, INC.,
a Florida corporation

June 18, 2008

In compliance with the requirements of the Florida Business Corporation Act (the "Act") and in accordance with the laws of any other applicable jurisdiction of incorporation, pursuant to Section 607.1105 of the Act, the undersigned corporations desire to effect a merger (the "Merger"), and acting by their duly authorized officers, hereby set forth the following facts:

First: The name and jurisdiction of the surviving corporation are Check Express, Inc. ("Check Express") first organized, formed or incorporated under the laws of Florida. The name and address of Check Express' registered agent are CT Corporation System, 1200 South Pine Island Road, Plantation, Florida 33324.

Second: The name and jurisdiction of the merging corporation are Q.C.&G. Financial, Inc. ("Q.C.&G.") first organized, formed or incorporated under the laws of Arizona.

Third: The Plan of Merger (the "Plan of Merger") by and between Check Express and Q.C.&G. is attached.

Fourth: The Merger shall become effective on the date these Articles of Merger are filed with the Florida Department of State.

Fifth: The Plan of Merger was adopted by the sole shareholder of Check Express on June 18, 2008.

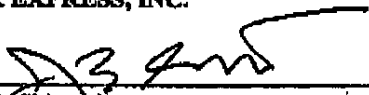
Sixth: The Plan of Merger was adopted by the sole shareholder of Q.C.&G. on June 18, 2008.

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IN WITNESS WHEREOF, each of Check Express and Q.C.&G. has caused these Articles of Merger to be executed as of the date first written above.

CHECK EXPRESS, INC.

By: 
Jay B. Shipowitz
Chief Executive Officer and President

Q.C.&G. FINANCIAL, INC.

By: 
Ted M. Bades
Vice President and Secretary

PLAN OF MERGER

OF

Q.C.&G. FINANCIAL, INC.,
an Arizona corporation,

INTO

CHECK EXPRESS, INC.,
a Florida corporation

June 18, 2008

The following plan of merger is submitted in compliance with section 607.1101 of the Florida Business Corporation Act (the "Act") and in accordance with the laws of any other applicable jurisdiction of incorporation.

1. The name and jurisdiction of the surviving corporation is Check Express, Inc. ("Check Express") first organized, formed or incorporated under the laws of Florida.
2. The name and jurisdiction of the merging corporation is Q.C.&G. Financial, Inc. ("Q.C.&G.") first organized, formed or incorporated under the laws of Arizona.
3. As of the date on which the Articles of Merger are filed with the Secretary of State of the State of Florida, Q.C.&G. shall be merged (the "Merger") with and into Check Express, and the separate existence of Q.C.&G. shall cease and Check Express shall continue unaffected and unimpaired by the Merger with all the rights, privileges, immunities, and franchises, of a public as well as of a private nature, and subject to all the duties and liabilities of corporations organized under the laws of the State of Florida.
4. Each share of capital stock of Q.C.&G. issued and outstanding prior to the Merger shall, by virtue of the Merger and without any action on the part of Check Express or Q.C.&G., be automatically converted into an equivalent number of shares of capital stock of Check Express simultaneously with the effectiveness of the Merger.

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