

*P9600080371*  
**WELLS, BROWN & BRADY, P.A.**

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GERALD L. BROWN  
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DONALD A. ROARK

REPLY TO:  
POST OFFICE BOX 12984  
PENSACOLA, FL 32573-2884

GORDON W. WELLS  
RETIRED

FILED STATE'S  
SECRETARY OF CORPORATIONS  
96 SEP 26 PM 1:28

September 24, 1996

Corporate Records Bureau  
Division of Corporations  
Department of State  
P. O. Box 6327  
Tallahassee, FL 32314

000001957780  
-09/26/96--01049--004  
\*\*\*122.50 \*\*\*122.50

Re: P.D. GOLF, INC.

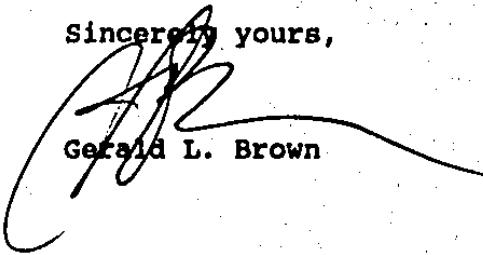
Gentlemen:

Enclosed please find original and one copy of Articles of Incorporation of P.D. GOLF, INC. Our firm check in the sum of \$122.50 is enclosed to cover the following costs:

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

If you have any questions, please give me a call.

Sincerely yours,



Gerald L. Brown

GLB:ls1

Enclosure

FILED IN STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
96 SEP 26 PM 1:28

**ARTICLES OF INCORPORATION  
OF  
P.D. GOLF, INC.**

**ARTICLE ONE - NAME**

The name of the corporation is P.D. GOLF, INC.

**ARTICLE TWO - DURATION**

This corporation shall have perpetual existence.

**ARTICLE THREE - PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE FOUR - CAPITAL STOCK**

This corporation is authorized to issue ten thousand (10,000) shares of one (\$1.00) dollar par value common stock.

**ARTICLE FIVE - PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

**ARTICLE SIX - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial principal office of this corporation is 125 S. Alcaniz Street, Pensacola, Florida 32501 and the name of the initial registered agent of this corporation at that address is John S. Carr.

**ARTICLE SEVEN - INITIAL BOARD OF DIRECTORS**

This corporation shall have seven (7) directors initially. The number of directors may be either increased or diminished from

time to time by the By-Laws but shall never be less than one (1).  
The name and address of the initial directors of this corporation  
are:

<u>NAME</u>	<u>ADDRESS</u>
John S. Carr	125 S. Alcaniz Pensacola, Florida 32501
Eric J. Nickelsen	c/o Barnett Bank 100 West Garden Street Pensacola, Florida 32501
William R. Bender, M.D.	1717 North E. Street Pensacola, Florida 32501
Lewis Pollok, Sr.	3335 Chantarene Drive Pensacola, Florida 32507
James F. McKenzie	905 E. Hatton Street Pensacola, Florida 32503
Madison B. Currin	4400 Bayou Blvd., Suite 12 Pensacola, Florida 32503
Donald McMahon, III	4400 Bayou Blvd., Suite 12 Pensacola, Florida 32503

#### ARTICLE EIGHT - INCORPORATOR

The name and address of the person signing these Articles is  
John S. Carr, 125 S. Alcaniz, Pensacola, Florida 32501.

#### ARTICLE NINE - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be  
vested in the shareholders.

#### ARTICLE TEN - INDEMNIFICATION

The corporation shall indemnify any officer or director or  
any former officer or director, to the full extent permitted by  
law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 24<sup>TH</sup> day of September, 1996.

John S. Carr  
John S. Carr, Subscriber

STATE OF FLORIDA  
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 24 day of September, 1996 by John S. Carr, who is personally known to me and who did not take an oath.

[Signature] (SEAL)

OFFICIAL NOTARY SEAL  
GERALD L. BROWN  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC342392  
MY COMMISSION EXP. FEB. 15, 1998

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
96 SEP 25 PM 1:58

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

**P.D. GOLF, INC.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First--that P.D. GOLF, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Pensacola, County of Escambia, State of Florida has named John S. Carr located at 125 S. Alcaniz Street, City of Pensacola, County of Escambia, State of Florida, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)**

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

  
\_\_\_\_\_  
John S. Carr, Registered Agent