

1201 HAYS STREET
TALLAHASSEE, FL 32304
904-222-9171
904-222-0393 FAX

800-342-8086



A950000 01137

ACCOUNT NO. : 072100000032

REFERENCE : 647673 81434A

AUTHORIZATION :

COST LIMIT : 0 PREPAID

ORDER DATE : July 25, 1995

ORDER TIME : 9:44 AM

ORDER NO. : 647673

CUSTOMER NO: 81434A

CUSTOMER: Frederick J. Nills, Esq.
MORRISON MORRISON & NILLS, PA

Suite 100
1200 West Platt Street
Tampa, FL 33606

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUL 25 AM 11:00

W9500001 4893
W-4511111111

DOMESTIC FILING

NAME: ONE UP GOLF NAPLES, LTD.

U. TAX	
FILING	1750.00
R AGENT FEE	35.00
SECRETARY	875
TOTAL	1793.75
BANK	
BALANCE DUE	
REFUND	

ARTICLES OF INCORPORATION

☒ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☒ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS:

7/25/95
BR

000001550789
-08/01/95--01077--003
***1793.75 ***1793.75

CERTIFICATE OF LIMITED PARTNERSHIP OF ONE UP GOLF NAPLES, LTD.

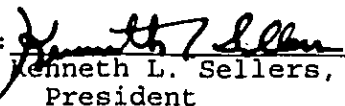
1. The name of the limited partnership is ONE UP GOLF NAPLES, LTD.
2. The mailing address of the partnership office is:
c/o One Up Golf of Naples, Inc.
2970 Gulf to Bay Blvd.
Clearwater, Florida 34619
3. The name and address of the agent for service of process is:
Frederick J. Mills, Esquire
c/o Morrison, Morrison & Mills, P.A.
1200 W. Platt Street, Suite 100
Tampa, Florida 33606
4. The principal place of business of the partnership is:
680 Tamiami Trail North
Naples, Florida 33940
5. The General Partner of the Limited Partnership shall be:
One Up Golf of Naples, Inc.
2970 Gulf to Bay Blvd.
Clearwater, Florida 34619
6. The latest date upon which the limited partnership is to dissolve, wind-up, and liquidate is:

July 20, 2015

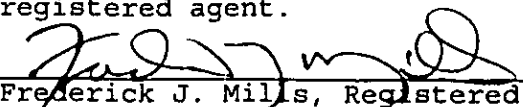
This Certificate of Limited Partnership of ONE UP GOLF NAPLES, LTD., has been executed on the 21st day of July, 1995. By such execution, the general partner whose signature is set forth below hereby affirms, under the penalties of perjury, that the facts stated herein are true.

ONE UP GOLF NAPLES, LTD.,
a Florida limited partnership

By: ONE UP GOLF OF NAPLES, INC.,
a Florida corporation, its
general partner

By: 
Kenneth L. Sellers, its
President

Having been as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Frederick J. Mills, Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUL 25 PM 11:00

945000014769

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority personally appeared the sole general partner of ONE UP GOLF NAPLES, LTD., a Florida limited partnership, hereinafter referred to as the "Partnership", upon being duly sworn, certified as follows:

1. The amount of capital contributions to the Partnership through the date below set forth made by the limited partners of the Partnership is \$50.00.

2. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$700,000.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury, I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct to the best of my knowledge and belief.

ONE UP GOLF NAPLES, LTD.,
a Florida limited partnership

By: ONE UP GOLF OF NAPLES, INC.,
a Florida corporation, its
general partner

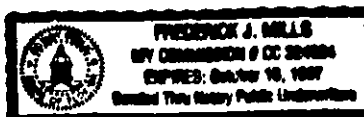
By: Kenneth L. Sellers
Kenneth L. Sellers, its
President

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 21st day of July, 1995, by KENNETH L. SELLERS, as President of ONE UP GOLF OF NAPLES, INC., a Florida corporation, as general partner of ONE UP GOLF NAPLES, LTD., a Florida limited partnership, who is personally known to me or produced a driver's license as identification, and who did [did not] take an oath.

Fredrick J. Mills
Print name: Fredrick J. Mills
NOTARY PUBLIC, STATE OF FLORIDA

My commission no. is: _____
My commission expires: _____



FILE ON OR BEFORE DECEMBER 31, 1995 OR PARTNERSHIP
WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE

LIMITED PARTNERSHIP
ANNUAL REPORT
1996



FLORIDA DEPARTMENT OF STATE
Sandra Morahan,
Secretary of State
DIVISION OF CORPORATIONS

FILED

96 JAN 17 AM 11:40

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Name of Limited Partnership: **ONE UP GOLF NAPLES, LTD.**
1a. DOCUMENT # **A95000001137**
96-AR
CM

Mailing Address: **C/O ONE UP GOLF OF NAPLES, INC.**
2070 GULF TO BAY BLVD.
CLEARWATER FL 34615
Principal Office Address: **C/O ONE UP GOLF OF NAPLES, INC.**
2070 GULF TO BAY BLVD.
CLEARWATER FL 34615

If above addresses are incorrect in any way, line through the incorrect information and enter correct address in Block 2 and/or 2a.

3. Date Formed or Registered to Do Business in FLORIDA: **07/25/1995**
3a. Date of Last Report: **FL**
4. State or Country of Formation: **FL**

5a. Capital Contributions as Shown on Record: **\$700,000.00**
5b. Amount of Capital Contributions in FLORIDA to date: **700,000.00**
6. FEI Number: **65-0605361**

8. FEES: 1.) Filing Fee: Computed at a rate of \$7 per \$1,000 on amount entered in 5b or 5a if 5b blank, with a minimum filing fee of \$52.50 and a maximum of \$437.50.
2.) Supplemental Fee: \$138.75 (pursuant to section 607.193, F.S.)
THE AMOUNT DUE SHALL BE NO LESS THAN \$191.25 (\$52.50 + \$138.75) AND NO MORE THAN \$576.25 (\$437.50 + \$138.75)
Note: If the amount entered in 5b is greater than amount entered in 5a, a supplemental affidavit must be submitted along with a separate and appropriate filing fee.
MAKE CHECK PAYABLE TO FLORIDA DEPT. OF STATE

9. Name and Address of Current Registered Agent: **MILLS, FREDERICK J ESQUIRE**
C/O MORRISON, MORRISON & MILLS, P.A.
1280 W. PLATT STREET, SUITE 100
TAMPA FL 33606

10. If changed, new Registered Agent/Office:
Name: **FL**
Street Address (P.O. Box Number is Not Acceptable): **7000011634347**
Suite Apt # etc: **-01/22/96--05030--015**
City: **FL** Zip Code: ******576.25 ****576.25**

10a. Pursuant to the provisions of sections 620.1051 and 620.192, Florida Statutes, the above-named limited partnership organized or registered under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by its general partner(s). I hereby accept the appointment of registered agent. I am familiar with, and accept the obligations of section 620.192, Florida Statutes.

SIGNATURE (Registered Agent Accepting Appointment): *[Signature]* DATE: **10/25/95**

A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY

11. Name(s) of General Partner(s): **ONE UP GOLF OF NAPLES, INC.**
11a. Address of each General Partner (Do NOT use P.O. Box Numbers): **2070 GULF TO BAY BLVD.**
8405 Sunstate Street
11b. City, State & Zip Code: **CLEARWATER FL 34615**
Tampa, Florida 33634
11c. Registration/Document Number: **P06000014700**

Note: General partners MAY NOT be changed on this form; an amendment must be filed to change a general partner.

12. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(2)(k) in the event that the information supplied is deemed exempt from public access. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effects as if made under oath. I further certify that I am a General Partner of the limited partnership, receiver or trustee empowered to execute this report as required by chapter 620, Florida Statutes.

SIGNATURE By: *[Signature]* **ONE UP GOLF OF NAPLES, INC.**
Kenneth H. Sellers, as President
Typed or Printed Name of General Partner Signing Form: **Kenneth H. Sellers, as President**
DATE: **10/27/95**
Telephone Number: **813/879-7122**

CR2E003 (6/95)