

F9600000 4672

September 16, 1996

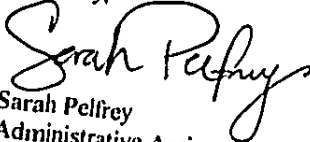
Mike Horrell
Tee One UP, Inc.
100 W. Livingston St.
Orlando, FL 32801
407-872-1676

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314
904-427-6091

Dear Sir/Madam,

Recently Tee One UP, Inc. applied and qualified to transact business in Florida, our assigned document number is F96000004672. At the time of our application we did enclose our FEI number and a letter was sent with our document requesting this number. I am replying to your letter with our FEI number, it is 95-4411939. If there is any other paperwork required please contact our office. Thank you

Sincerely,


Sarah Pelfrey
Administrative Assistant
of Michael Horrell,
President of Tee One UP, Inc.

HE 9/26

F96000004672

TRANSMITTAL LETTER

TO Qualification/Tax Lien Section
Division of Corporations

SUBJECT Tee One UP, Inc.

Dear Sir or Madam

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following

Mike Horrell
Tee One UP, Inc.
100 West Livingston St.
Orlando, FL 32801

300001943683
-09/10/96--01132--004
*****70.00 *****70.00

Should you need to call someone concerning this matter, please call:

300001943683
-09/10/96--01132--005
*****61.25 *****61.25

Mike Horrell at (407) 872-1676



COURIER ADDRESS:

Qualification/Tax Lien Sec
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

H 9/12

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 SEP 10 AM 11:03

**APPLICATION BY FOREIGN CORPORATION FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO
TRANSACT BUSINESS IN THE STATE OF FLORIDA:*

1 Tee One UP, Inc.

(Name of corporation must include the word "INCORPORATED", "COMPANY",
"CORPORATION" or words or abbreviations of like import in languages as will clearly indicate that it is
a corporation instead of a natural person or partnership if not so contained in the name at present)

2 Nevada

(State or country under the law of which it is incorporated)

3 Applied for

(FBI number, if applicable)

4 August 1, 1996

(Date of Incorporation)

5 Perpetual

(duration: Year corp. will cease to
exist or "perpetual")

6 August 1, 1996

(Date first transacted business in Florida)

7 100 West Livingston St. Orlando, Florida 32801

(current mailing address)

8 Golf Systems Services

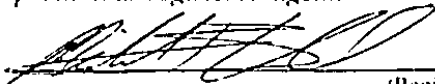
(Purpose of corporation authorized in home state or country to be carried out in the state of
Florida)

9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop
NOT acceptable)

Michael B. Horrell
100 West Livingston St.
Orlando, FL 32801

10. Registered agent's acceptance:

*Having been named 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.*



(Registered agent's signature)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 SEP 10 AM 11:08

11 Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated

12 Names addresses of officers and/or directors (Street address **ONLY** - P O Box **NOT** acceptable)

A. DIRECTORS

Chairman: Mike Horrell
100 W. Livingston St
Orlando, FL 32801

Director: Rich McLain
6403 N. Grand Blvd Suite 200
Oklahoma City, OK 73116

Director: Jim Horrell
1700 Echo Trail
Norman, OK 73069

B. OFFICERS

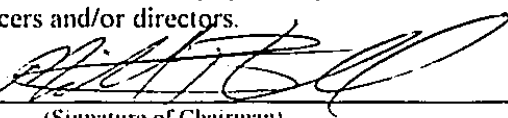
President: Mike Horrell
100 W. Livingston St
Orlando, FL 32801

Secretary: Joe Furnish
826 N. Lake St.
Burbank, CA 91502

Treasurer: Herminio Llevat
826 N. Lake St.
Burbank, CA 91502

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

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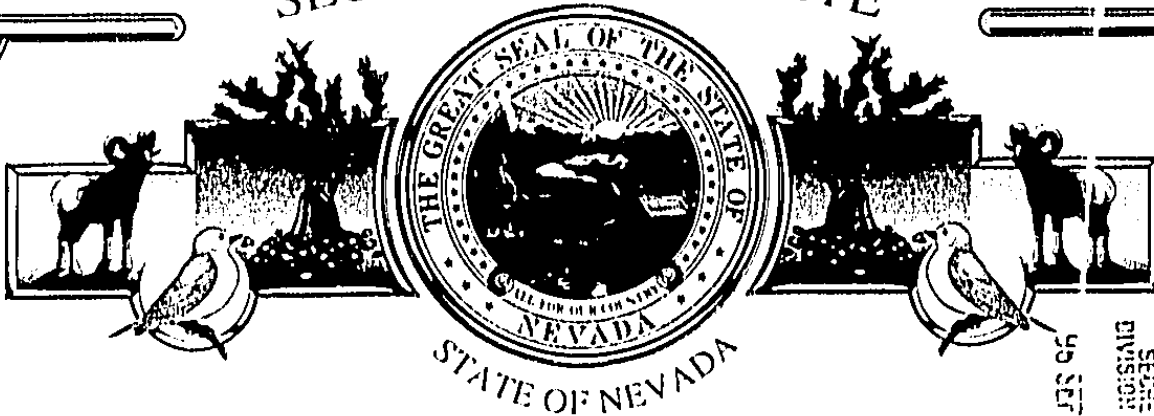


(Signature of Chairman)

14 Michael B Horrell Chairman/President/CEO

(Typed name and capacity of person signing application)

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
30 SEP 10 AM 11-08

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, and limited-liability partnerships pursuant to Title 7 of the Nevada Revised Statutes; and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **TEE ONE UP, INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since July 26, 1996, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on September 5, 1996.



Dean Heller

Secretary of State

By

[Signature]
Certification Clerk