

F96000005828

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Granite Golf Management, Inc.
(Name of corporation - must include suffix)

W96-22527

Dear Sir or Madam:

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

Please return all correspondence concerning this matter to the following:

700001982507--7
-10/22/96--01054--002
*****70.00 *****70.00

T. Marney Edwards
(Name of Person)

Granite Golf Management, Inc.
(Firm/Company)

7226 N. 16th Street, Suite 200
(Address)

Phoenix, AZ 85020
(City/State/Zip)

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DIVISION OF CORPORATIONS

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

T. Marney Edwards
(Name of Person)

at (602) 861-8968
(Area Code & Daytime Telephone Number)

COURIER ADDRESS:

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

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

October 22, 1996

T. MARNEY EDWARDS
GRANITE GOLF MANAGEMENT, INC.
7226 N. 16TH ST., STE. 200
PHOENIX, AZ 85020

SUBJECT: GRANITE GOLF MANAGEMENT, INC.
Ref. Number: W96000022527

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We have received your document for **GRANITE GOLF MANAGEMENT, INC.** and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

The name listed in number one of the application must be identical to the name listed in the certificate of existence.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 596A00048733

**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. Granite Golf Management, Inc.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language 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. Texas
(State or country under the law of which it is incorporated)
3. 86-0835280
(FEI number, if applicable)
4. May 21, 1996
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. None
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 7226 N. 16th Street, Suite 200
Phoenix, AZ 85020
(Current mailing address)
8. All business activities
(Purpose(s) 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 Box NOT acceptable)**

Name: Marney Edwards

Office Address: 496 Mile Post Court
Lake Mary, Florida, 32746
(Zip Code)

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)

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.

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

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: Elliot Lewis

Address: 7226 N. 16th Street, Suite 200

Phoenix, AZ 85020

Vice Chairman: M.G. Orender

Address: 7226 N. 16th Street, Suite 200

Phoenix, AZ 85020

Director: Marney Edwards

Address: 7226 N. 16th Street, Suite 200

Phoenix, AZ 85020

Director: Ed Gowan

Address: 7226 N. 16th Street, Suite 200

Phoenix, AZ 85020

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: M.G. Orender

Address: 7226 N. 16th Street, Suite 200

Phoenix, AZ 85020

Vice President: _____

Address: _____

Secretary: Marney Edwards

Address: 7226 N. 16th Street, Suite 200

Phoenix, AZ 85020

Treasurer: _____

Address: _____

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

13. [Signature]
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. T. Marney Edwards, Chief Financial Officer
(Typed or printed name and capacity of person signing application)

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ADDENDUM TO APPLICATION

Additional Directors:

Director: Steve Richards

Address: 7226 N. 16th Street, Suite 200
Phoenix, AZ 85020

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The State of Texas

SECRETARY OF STATE

IT IS HEREBY CERTIFIED, that
Articles of Incorporation
of

GRANITE GOLF MANAGEMENT, INC.
CHARTER NO. 1400625-00

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were filed in this office and a certificate of incorporation was issued on
MAY 21, 1996;

IT IS FURTHER CERTIFIED, that no certificate of dissolution has been issued, and
that the corporation is still in existence.



*IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be
impressed hereon the Seal of State at my office in
the City of Austin, on October 28, 1996.*

1077.

Antonio O. Garza, Jr.
Secretary of State

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