

ATKINSON, DINER, STONE, MANKUTA & PLOUCHA, P.A.
ATTORNEYS AT LAW

WILSON C. ATKINSON, III
JESSE H. DINER
ADELE I. STONE*
DAVID B. MANKUTA
LAWRENCE M. PLOUCHA
EDWARD HEILBRONNER**
BERNARD C. PESTCOE
RICHARD B. SABRA
KIMBERLY HALL DOYLE
MARGARET Z. VILLELLA
MARK B. MILROT
HOWARD ALLEN COHEN*
BARRY S. SCHINDER

L38500

POST OFFICE DRAWER 222088
1946 TYLER STREET
HOLLYWOOD, FLORIDA 33022-2088
TELEPHONE (954) 925-5501
MIAMI (305) 944-1882
BOCA RATON (561) 429-3882
TELEFAX (954) 920-2711

* BOARD CERTIFIED IN REAL ESTATE
** BOARD CERTIFIED IN TAXATION

December 10, 1998

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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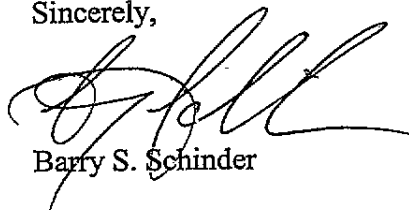
Re: Golf Scoring Systems Unlimited, Inc.; Amended and Restated Articles of Incorporation

To Whom It May Concern:

Enclosed are an original and one copy of Amended and Restated Articles of Incorporation of Golf Scoring Systems Unlimited, Inc. Please send us a certified copy of the filed Amended and Restated Articles of Incorporation. Our check in the amount of \$43.75 to cover the filing fee and certified copy is enclosed.

If you have any questions, please do not hesitate to call me.

Sincerely,


Barry S. Schinder

*Amended & Restated
12-28-98
DAS*

BSS:sy

Enclosures

cc: Mr. Bertho Boman (w/encl.)

FILED
98 DEC 14 PM 3:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
of
GOLF SCORING SYSTEMS UNLIMITED, INC.**

**ARTICLE I
NAME**

The name of the Corporation is GOLF SCORING SYSTEMS UNLIMITED, INC.

**ARTICLE II
MAILING ADDRESS**

The mailing address of this Corporation is 11600 NW 20th Street, Plantation, Florida.
The board of Directors of the Corporation may from time to time change the address to an other location in Florida.

**ARTICLE III
DURATION**

This Corporation shall have perpetual existence unless dissolved pursuant to law.

**ARTICLE IV
PURPOSE**

The Corporation may engage in any activity or business permitted under the laws of the United States or the State of Florida.

ARTICLE V CAPITAL STOCK

This corporation is authorized to issue One Hundred Million (100,000,000) shares of common stock, no par value, which shall be designated "Common Shares."

**ARTICLE VI
VOTING RIGHTS**

Each share of common stock of this Corporation shall entitle the holder of record thereof to one (1) vote upon each proposal presented at lawful meetings of the stockholders.

**ARTICLE VII
BOARD OF DIRECTORS**

The number of Directors may be altered from time to time by By-Laws adopted by the Shareholders. However, the Corporation shall have no less than one (1) Director at any time.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VIII
REGISTERED AGENT AND ADDRESS

The name and address of the registered agent of the Corporation is:

RICHARD B. SABRA, ESQ.,
c/o Atkinson, Diner, Stone, Mankuta & Ploucha, P.A.,
1946 Tyler Street, Hollywood, Florida 33022.

IN WITNESS WHEREOF, the Corporation has caused its Corporate seal to be affixed hereto, and these Amended and Restated Articles of Incorporation to be signed and executed on this 6th day of November, 1998.

GOLF SCORING SYSTEMS UNLIMITED, INC.,
a Florida corporation

By: Bertho Boman
BERTHO BOMAN, President

ATTEST: Earl Morrell
Secretary

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

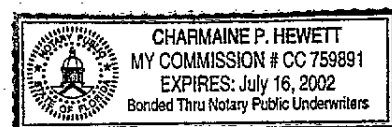
THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED before me this 6th day of November, 1998, by BERTHO BOMAN, who produced identification.

Type of Identification produced: FLORIDA Dr. License

Name: Charmaine P. Hewett
Notary Public

My Commission Expires: 7/16/2002

Commission No.: CC759891



CERTIFICATE OF STOCKHOLDER APPROVAL

The undersigned, being the President and a Director of GOLF SCORING SYSTEMS UNLIMITED, INC., hereby acknowledges that the recommendation of the Board of Directors that the Articles of Incorporation be amended and restated in their entirety as set forth on the Amended and Restated Articles of Incorporation filed simultaneously herewith was unanimously approved in writing by all of the Shareholders of the Corporation. Dated this 6th day of November, 1998.

Bertho Boman

BERTHO BOMAN

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, duly authorized to take acknowledgments, personally appeared BERTHO BOMAN, who, after being first duly sworn, states that he executed the foregoing Certificate of Stockholder Approval and that the statements contained therein are true and correct.

WITNESS my hand and official seal in the County and State set forth above this 6th day of November, 1998.

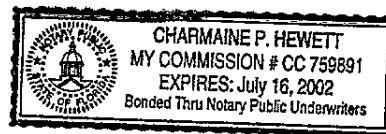
Produce FL Dr. License

Charmaine P. Hewett

Notary Public, State of Florida at Large

My Commission Expires: 7/16/2002


(Notary Seal)



ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby certify that I have accepted the appointment as the Registered Agent of GOLF SCORING SYSTEMS UNLIMITED, INC., and agree to serve as its agent to accept service of process within this State at the address set forth for me in the foregoing Articles of Incorporation, and acknowledge that I am familiar with and accept the obligations pursuant to Section 607.325 of the Florida Statutes.

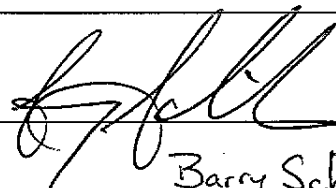
Dated this 30 day of November, 1998.


RICHARD B. SABRA

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED before me this 30 day of November, 1998, by RICHARD B. SABRA, to me personally known ✓ or produced identification ____.

Type of Identification produced:



Name: Barry Schinder
Notary Public

My Commission Expires: _____

Commission No.: _____

