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July 23, 1999

Division of Corporations
Attention: Domestic Charter Section
409 East Gaines Street
Tallahassee, Florida 32301

100002941561--8
-07/26/99--01133--006
****302.50 ****302.50

Re: SYNERGY GOLF AND RANGE, L.L.C.; Articles of Organization

Dear Section Personnel:

Please find enclosed, the original executed Articles of Organization for the above-referenced limited liability company for filing .

Also enclosed is a check in the amount of \$302.50 for:

1. Filing fee \$250.00;
2. R/A designation 35.00
3. Cert. copy 8.75
4. Cert. status 8.75

Please return the certificate and copy to me at the above address.

Thank you for your assistance in this matter.

Sincerely,


James M. Costello

JMC/nec

Encl. Articles of Organization
Check (\$302.50)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUL 26 PM 2:45

ALY

**ARTICLES OF ORGANIZATION
OF
SYNERGY GOLF AND RANGE, L.L.C.**

FILED STATE
SECRETARY OF CORPORATIONS
99 JUL 26 PM 2:45
DIVISION OF CORPORATIONS

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be SYNERGY GOLF AND RANGE, L.L.C. ("Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company shall be 6153 Cocos Drive, Fort Myers, FL 33908.

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual, unless the company is earlier dissolved as provided in these articles of organization.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is James M. Costello, Esq., 2248 First Street, Fort Myers, FL 33901.

ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property set forth in Exhibit "A."

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

ARTICLE VII -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the written consent of a majority of the voting interests as described in Article IX, below, and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as

set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless a majority of the members of the company approve of both the proposed transfer and the right to participate in the management of the company by written consent.

ARTICLE VIII -- TERMINATION OF EXISTENCE

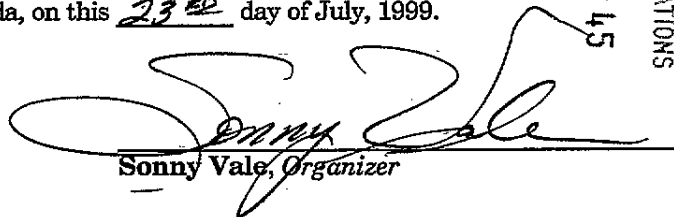
The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members, provided there is at least one remaining member.

ARTICLE IX -- MANAGEMENT

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and address of the members and their respective voting interests in the company are

NAME	ADDRESS	%INTEREST
SONNY VALE	6153 Cocos Drive, Fort Myers, FL 33908	25.00%
THAD OWENS	17813 Port Boca Circle, Fort Myers, FL 33908	25.00%
JULIUS GILLAM	11668 Onyx, Cypress, CA 90630	25.00%
TOM TRAYLOR and ROSE TRAYLOR (<i>Husband and Wife as Tenants by the Entireties</i>)	6229 Cocos Drive, Fort Myers, FL 33908	25.00%

In Witness Whereof, the undersigned organizer has made and subscribed these articles of organization at Fort Myers, Lee County, Florida, on this 23rd day of July, 1999.


Sonny Vale, Organizer


STATE OF FLORIDA)
) §
COUNTY OF LEE)

Sworn to and subscribed before me this 23rd day of July, 1999, by Sonny Vale, who is personally known to me.

(Seal)



James M. Costello
MY COMMISSION # CC814817 EXPIRES
May 1, 2003
BONDED THRU TROY FAIR INSURANCE, INC.


Notary Public: State of Florida

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUL 26 PM 3:45

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of SYNERGY GOLF AND RANGE, L.L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accept the obligations of the position of registered agent.



James M. Costello, *Registered Agent*

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DIVISION OF CORPORATIONS
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Exhibit "A" to Articles of Organization

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

STATE OF FLORIDA)
) §
COUNTY OF LEE)

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SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
99 JUL 26 PM 2:45

Before me, the undersigned authority personally appeared SONNY VALE who, being first duly cautioned and sworn, does depose and say:

1. I am SONNY VALE and my statements herein are based upon my own personal knowledge of the organization (as member and manager) of SYNERGY GOLF AND RANGE, L.L.C., a Florida Limited Liability Company.

2. The above-named limited liability company has at least one member.

3. The total amount of cash contributed by the members is \$200,000.00.

4. If any, the agreed value of property other than cash contributed by members is \$76,000.00. A description of the property is attached and made a part hereto.

5. The total amount of cash or property anticipated to be contributed by members is \$381,000.00. This total includes amounts from 3 and 4 above.

FURTHER AFFIANT SAYETH NAUGHT.

Dated: July 23, 1999.



Sonny Vale, Affiant

Sworn to and subscribed before me this 23rd day of July, 1999, by Sonny Vale, who is personally known to me.

(Seal)



James M. Costello
MY COMMISSION # CC814817 EXPIRES
May 1, 2003
BONDED THRU TROY FAIN INSURANCE, INC.


Notary Public: State of Florida

SYNERGY GOLF AND RANGE, L.L.C.

***Description of Non-cash property
contributed to capital.***

<i>Asset</i>	<i>Approx. value</i>
Golf ball washers	\$ 38,000.00
Golf ball pickers	18,000.00
Plain ball washers	8,000.00
Tee dividers	9,500.00
Trays and bag stands	<u>2,500.00</u>
TOTAL NON-CASH ASSETS	\$ 76,000.00

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