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June 17, 1998

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

RE: Registration of CHAOS GOLF, LLC as foreign limited liability company

Dear Sir or Madam:

Enclosed for the registration of CHAOS GOLF, LLC as a foreign limited liability company in the State of Florida are the following original documents:

1. Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida;
2. Affidavit of Membership and Contributions of Foreign Limited Liability Company;
3. Certificate of Designation of Registered Agent;
4. State of Georgia Certificate of Existence;
5. Check in the amount of \$285.00 made payable to Florida Department of State.

Please file these materials and return to me the free letter of acknowledgment. If you have any questions, feel free to call.

Sincerely yours,


Shawn D. Stafford

FILED
98 JUN 19 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosures	
Name	cc: Mr. John Thompson
Availability	6/22/98 dec
Document Examiner	DCC
Updater	DCC
Updater Verifier	CC
Acknowledgement	DCC
W. P. Verifier	DCC

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-06/19/98--01053--001
****285.00 ****285.00

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APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. CHAOS GOLF, LLC
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present.)

2. GEORGIA
(Jurisdiction under the law of which foreign limited liability company is organized)

3. (APPLIED FOR)
(FEI number, if applicable)

4. 5-8-98
(Date of Organization)

5. 2030
(Duration: Year limited liability company will cease to exist or "perpetual")

6. 6-30-98
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155,

7. 4326 BOUGAINVILLE DRIVE, NO. 311
LAUDERDALE BY THE SEA, FL 33308
(Street address of principal office)

8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
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JOHN THOMPSON	MGRM		
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4326 BOUGAINVILLE DR., #311			
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LAUDERDALE BYS, FL 33308			
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9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

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TALLAHASSEE, FLORIDA

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of _____
CHAOS GOLF, LLC certifies:

- 1) the above named limited liability company has at least two members;
- 2) the total amount of cash contributed by the member(s) is
- 3) if any, the agreed value of property other than cash contributed by member(s) is
(A description of the property is attached and made a part hereto.)
and
- 4) the total amount of cash and property contributed and anticipated to be contributed
by member(s) is
(This total includes amounts from 2 and 3 above.)

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JUN 19 PM 2:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
\$10,000

Shawn D. Stafford, Organizer

Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes, the execution of this
affidavit constitutes an affirmation under the penalties of perjury that the facts
stated herein are true.)

SHAWN D. STAFFORD, Organizer

Typed or printed name of signee

Filing Fee: \$250.00 for Application and Affidavit

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

CHAOS GOLF, LLC

2. The name and the Florida street address of the registered agent and office are:

JOHN THOMPSON
(Name)

4326 BOUGAINVILLE DRIVE, NO. 311
Florida street address (P.O. Box **NOT** ACCEPTABLE)

LAUDERDALE BY THE SEA, FL 33308
City/State/Zip

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TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

John Thompson
(Signature)

Filing Fee: \$ 35 for Designation of Registered Agent

Secretary of State
Corporations Division
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 981620469
CONTROL NUMBER : 9818151
DATE INC/AUTH/FILED: 05/08/1998
JURISDICTION : GEORGIA
PRINT DATE : 06/11/1998
FORM NUMBER : 211

SHAWN D. STAFFORD
4 CONCOURSE PKWY., STE. 145
ATLANTA, GA 30328

CERTIFICATE OF EXISTENCE

I, Lewis A. Massey, the Secretary of State of the State of Georgia,
do hereby certify under the seal of my office that

CHAOS GOLF, LLC
A GEORGIA LIMITED LIABILITY COMPANY

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



Lewis A. Massey

Lewis A. Massey
Secretary of State

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TALLAHASSEE, FLORIDA