

M99000001325

United Golf
Personnel LLC

West 57th Street
12th Floor
New York, NY 10019

Telephone: (212) 371-8643
Facsimile (212) 371-4209

August 16, 1999

State of Florida
Registration Section
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

00000296600--5
-08/23/99-01081--007
****285.00 ****285.00

Dear Sir or Madam:

Enclosed are one original and one exact copy of your "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida" submitted for United Golf Personnel LLC. Also enclosed is our check in the amount of \$285.00 for the filing fee (Application and Affidavit: \$250.00; Designation of Registered Agent: \$35.00).

FILED

Very truly yours,



Candice G. Hirsch
37 West 57th Street, 12th Floor
New York, NY 10019

M99-1325

Name	OK 8-24
Availability	
Document	
Terminator	
Editor	
Printer	
Verifier	

THE INFORMATION CONTAINED IN THIS FACSIMILE MESSAGE IS LEGALLY PRIVILEGED AND CONFIDENTIAL INFORMATION INTENDED ONLY FOR THE USE OF THE INDIVIDUAL OR ENTITY NAMED ABOVE. IF THE READER OF THIS MESSAGE IS NOT THE INTENDED RECIPIENT, YOU ARE HEREBY NOTIFIED THAT ANY DISSEMINATION, DISTRIBUTION OR COPY OF THIS TELECOPY IS STRICTLY PROHIBITED. IF YOU HAVE RECEIVED THIS TELECOPY IN ERROR, PLEASE IMMEDIATELY NOTIFY US BY TELEPHONE AND RETURN THE ORIGINAL MESSAGE TO US AT THE ADDRESS ABOVE VIA THE UNITED STATES POSTAL SERVICE. THANK YOU.

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

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

1. United Golf Personnel 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. Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 39-1928370
(FEI number, if applicable)
4. April 6, 1998
(Date of Organization)
5. April 6, 2048
(Duration: Year limited liability company will cease to exist or "perpetual")
6. August 16, 1999
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 37 West 57th Street, 12th Floor
New York, NY 10019
(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:
United Golf LLC	MGR		
37 West 57th Street, 12th Floor			
New York, NY 10019			

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.)

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

The undersigned member or authorized representative of a member of United Golf Personnel LLC

_____ certifies:

1) the above named limited liability company has at least one member;

2) the total amount of cash contributed by the member(s) is

\$ 0 -

3) if any, the agreed value of property other than cash contributed
by member(s) is

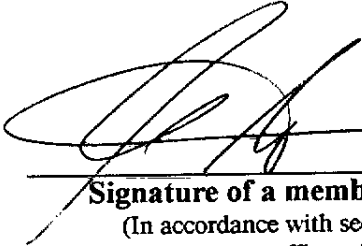
\$ 0 -

(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

\$ 0 -

(This total includes amounts from 2 and 3 above.)



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.)

Mark Masburn

Typed or printed name of signee

FILED
09 AUG 23 AM 8:39
CLERK OF COURT
CLERK OF COURT

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:

UNITED GOLF PERSONNEL LLC

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

United Corporate Services, Inc.

(Name)

9200 South Dadeland Blvd. - Suite 508

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Miami

FL 33156

City/State/Zip

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.

United Corporate Services, Inc.

By: 

Michael Barr, President

Filing Fee: \$ 35 for Designation of Registered Agent

FILED
JUN 23 AM 9:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State

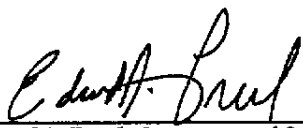
PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "UNITED GOLF PERSONEL LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SIXTH DAY OF AUGUST, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "UNITED GOLF PERSONEL LLC" WAS FORMED ON THE SIXTH DAY OF APRIL, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.




Edward J. Freel, Secretary of State

2880952 8300

991327326

AUTHENTICATION:

DATE:

9908613

08-06-99