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April 26, 2001

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

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-04/27/01-01095-003
*****70.00 *****70.00

Re: Incorporation of Palm Beach Golf Expo, Inc.

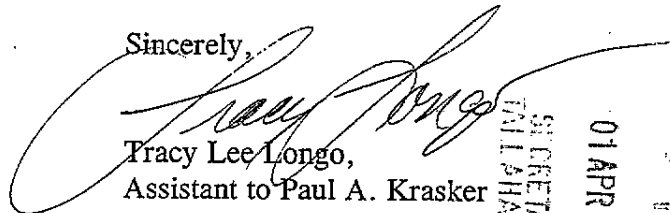
Dear Sir/Madam:

Enclosed herewith please find an original and one copy of the Articles of incorporation for Palm Beach Golf Expo, Inc. along with a check in the amount of \$70.00 to cover your costs associated with filing the same. Please file the enclosed as soon as possible and forward a date stamped copy of the articles to the undersigned in the self-addressed, stamped envelope enclosed for your convenience.

Also enclosed is an original Application for Registration of Trademark or Service Mark along with a check in the amount of \$262.50 which is your filing fee for the same. Please file this document after you file the Articles of Incorporation.

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

Sincerely,



Tracy Lee Longo,
Assistant to Paul A. Krasker

/tll
Enclosures

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01 APR 27 PM 12:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch MAY 1 2001

ARTICLES OF INCORPORATION
OF
PALM BEACH GOLF EXPO, INC.

FILED
01 APR 27 PM 12:19
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida Not For Profit Corporation Act, hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I

Name of Corporation

The name of this Corporation shall be PALM BEACH GOLF EXPO, INC. (hereinafter the "Corporation"). The principal office and mailing address of the Corporation will be 401 North Flagler Drive, West Palm Beach, Florida 33401, Attention: Dennis Grady.

ARTICLE II

Purposes

The purposes for which this Corporation are organized are exclusively charitable, cultural, scientific and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any future United States Internal Revenue Law.

ARTICLE III

Prohibited Activities

No dividend shall be paid, and no part of the income of this Corporation shall be distributed to its directors, officers or committee members, except that this Corporation shall be authorized and empowered to reimburse by its directors, officers and committee members for their legitimate expenses incurred and to make payments and distributions to third parties in furtherance of the purposes set forth in Article II hereof.

No substantial part of the activities of this Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and this Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of these Articles, this Corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, or any other corresponding provisions of any future United States Internal Revenue Law or (b) a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, or any other corresponding provisions of any future United States Internal Revenue Law.

ARTICLE IV

Membership

This Corporation shall have no members.

ARTICLE V

Corporate Duration

This Corporation shall have perpetual existence unless sooner dissolved by law.

ARTICLE VI

Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 401 North Flagler Drive, West Palm Beach, Florida 33401, and the name of the initial registered agent of this Corporation located at such address is Dennis Grady.

ARTICLE VII

Board of Directors

This Corporation shall have seven (7) Directors initially. The number of Directors may be either increased or diminished from time to time in accordance with the Bylaws, but shall never be less than seven (7). The Directors shall be appointed by the members of the Executive Committee of the Chamber of Commerce of the Palm Beaches, Inc. The names and addresses of the initial Directors of this Corporation, who shall serve until their successors are appointed, are:

Mr. Bob Jordan

Channel 5
1100 Banyan Boulevard
West Palm Beach, Florida 33401

Mr. Philip Arvidson

Pepsi-Cola Bottling Co.
7305 Garden Road
Riviera Beach, FL 33404

Mr. Cliff Hertz

Broad & Cassel
400 Australian Avenue S, #500
West Palm Beach, FL 33401

Ms. Wendy Link

Ackerman, Link & Sartory, P.A.
222 Lakeview Avenue, #1330
West Palm Beach, FL 33401

Mr. Rod Macon

FPL
P.O. Box 078768
West Palm Beach, Florida 33407

Mr. Paul Krasker

Moyle, Flanigan et al.
625 North Flagler Drive, 9th Floor
West Palm Beach, FL 33401

Mr. Curt Reilly

Bellsouth
701 Northpoint Parkway, Ste. 410
West Palm Beach, FL 33407

ARTICLE VIII

Bylaws

The Bylaws of this Corporation may be made, altered, amended or rescinded at any meeting of the Board of Directors of this Corporation by the affirmative vote of a majority of the Directors present at any such meeting.

ARTICLE IX

Amendment to Articles of Incorporation

These Articles of Incorporation may be amended at any meeting of the Board of Directors of this Corporation by the affirmative vote of a majority of the Directors present at any such meeting.

ARTICLE X

Dissolution

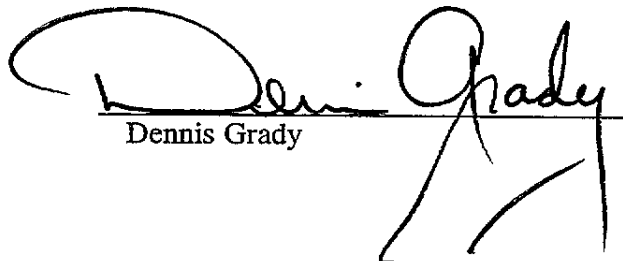
In the event of dissolution, any residual assets of this Corporation will be distributed for one or more exempt purposes or purposes specified in Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding sections of any future Internal Revenue law of the United States.

ARTICLE XI

Incorporator

The name and address of the incorporator of this Corporation is Dennis Grady, 401 North Flagler Drive, West Palm Beach, Florida 33401.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this ^{26th} day of April, 2001.


Dennis Grady

STATE OF FLORIDA)

COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 26th day of April, 2001, by Dennis Grady, who is X personally known to me, OR ___ has produced ___ as identification.

(NOTARY STAMP)

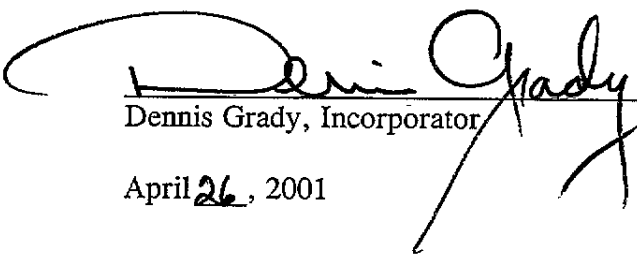
Sandra Pullens
Notary Name: Sandra Pullens
Notary Public
Serial (Commission) Number
(if any) _____



CERTIFICATE DESIGNATING REGISTERED OFFICE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING
IS SUBMITTED:

THAT PALM BEACH GOLF EXPO, INC. DESIRING TO ORGANIZE OR
QUALIFY AS A CORPORATION NOT FOR PROFIT UNDER THE LAWS OF THE STATE
OF FLORIDA, WITH ITS INITIAL REGISTERED OFFICES AT 401 NORTH FLAGLER
DRIVE, WEST PALM BEACH, FLORIDA 33401, HAS NAMED DENNIS GRADY
LOCATED AT 401 NORTH FLAGLER DRIVE, WEST PALM BEACH, FLORIDA 33401,
AS ITS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE
CORPORATION WITHIN THE STATE OF FLORIDA.


Dennis Grady, Incorporator

April 26, 2001

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated Corporation, at the
place designated in this Certificate, I hereby accept the responsibility to act in this capacity, and
agree to comply with the provisions of Florida Statutes relative to keeping open said office and
further accept the duties and obligations of Section 617.0503, Florida Statutes.

DATED this 26 day of April, 2001.

By: 
Dennis Grady, Registered Agent

01 APR 27 PM 12:19
SECRETARY OF STATE
TALLAHASSEE FLORIDA