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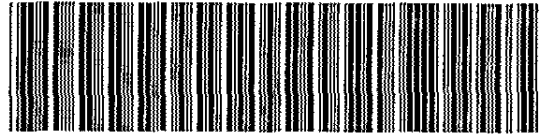
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

11-14-02  
28

MORTON H. SILVER

*Attorney at Law*

P.O. Box 681410  
International Airport B  
Miami Florida 33188  
Ph: (305) 871 8030  
Fax (305) 245-4680

October 25, 2003

Hon. J. Kassee  
Directors Office  
Secretary of State  
409 East Gaines Street  
Tallahassee, Florida 32301

Privileged & Confidential

In re: Registration of:

The Children's Golf Foundation of Miami Springs, Inc.  
(A Florida Corporation, Not For Profit)

Dear Mr. Kassee:

Enclosed please <sup>profit</sup> you will find duly executed articles for the  
above non-corporation, together with a check in the sum of  
\$ 78.75 to cover the costs of registering same.

Thank you very much.

Very truly yours,

  
MORTON H. SILVER

MHS:gn  
encl.

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ARTICLES OF INCORPORATION  
OF

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**The Children's Golf Foundation of Miami Springs, Inc.**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

(A Florida Corporation, Not For Profit)

We, the undersigned, hereby form ourselves and our successors into a corporation not for profit under the corporate name of **The Children's Golf Foundation of Miami Springs, Inc.**, and hereby adopt the following articles of incorporation:

ARTICLE I

The name of this Corporation is **The Children's Golf Foundation of Miami Springs, Inc.** (hereinafter called the "Corporation").

ARTICLE II

The street address of the initial principal office and the mailing address of the Corporation shall be: 121 Morningside Drive, #3, Miami Springs, Florida 33166.

ARTICLE III

The purpose for which this corporation is organized is:

(a) To build, erect, lease, maintain, equip, manage and operate athletic facilities at or near the City of Miami Springs, Miami-Dade County, Florida, including, but not limited to a golf course facility, for the rehabilitation and/or recreation of the physically disabled and/or financially handicapped or deprived children; and to do all things necessary to promote, manage and operate such athletic facilities for the good and well-being and welfare of such children, including, but not limited to providing such other facilities in support thereof and employing such personnel who are necessary for the proper administration of such athletic facilities and the operation thereof.

(b) To promote the game and sport of golf for the benefit of such physically disabled and/or financially handicapped and/or deprived children.

(c) To assist the aforesaid children without regard to their race, creed, color.

(d) To receive, administer, disburse and invest gifts, devises and bequests by or from any person or corporation for the promotion of the above purposes.

(e) To buy, sell, lease, build, construct, erect, maintain and equip offices or buildings to carry out the above purposes, and to issue bonds, notes, debentures and evidences of indebtedness and to secure the same by mortgage, security agreement, deed of trust or otherwise.

(f) The corporation is organized and operated exclusively for religious, charitable and educational purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1986, as amended. Notwithstanding any other

provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (I) from a corporation exempt from Federal Income tax under section 501 (c) (3) of the Internal Revenue Code of 1986, (or the corresponding provision of any future United States Internal Revenue Law), or (II) by a corporation, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law).

#### ARTICLE IV

Management of the Corporation shall be vested in the Corporation's Board of Directors, the members of which shall be not less than three. The number and method of election of the directors of the Corporation who shall serve following the terms of the initial directors of the Corporation shall be as stated in the bylaws; except that the third member of the first Board of Directors will be appointed by the incorporator of this corporation prior to the initial meeting of said Board of Directors.

#### ARTICLE V

The term for which this Corporation shall exist shall be perpetual.

#### ARTICLE VI

The Bylaws of this corporation shall be made, altered or amended, by a majority vote of the Board of Directors of the Corporation, at any regular or special meeting duly and regularly called by the Board or any Director.

#### ARTICLE VII

Upon written or oral notice, the Articles of Incorporation may be amended, altered, or rescinded by a four-fifth vote of the Board of Directors of the Corporation, in accordance with procedures established by the Bylaws.

#### ARTICLE VIII

The street address of the initial registered office of the corporation is 121 Morningside Drive, #3, Miami Springs, Florida 33166; and the name of its initial registered agent at such address is: Dan Bradley

#### ARTICLE IX

The name and address of each incorporator of the corporation is:

Name: Dan Bradley

Address: 121 Morningside Drive, #3, Miami Springs, Florida 33166.

Name: Patricia Mann Bradley

Address: 121 Morningside Drive, #3, Miami Springs, Florida 33166.

#### ARTICLE X

The name(s) and address(es) of two of the three member Board of Directors of the corporation are:

Name: Dan Bradley

Address: 121 Morningside Drive, #3, Miami Springs, Florida 33166.

Name: Patricia Mann Bradley

Address: 121 Morningside Drive, #3, Miami Springs, Florida 33166.

#### ARTICLE XI

The officers of this corporation shall be elected by a majority vote of the Board of Directors, in such manner and form as provided by the Bylaws, and shall be a President, one or more Vice-Presidents, a Secretary and a Treasurer.

#### ARTICLE XII


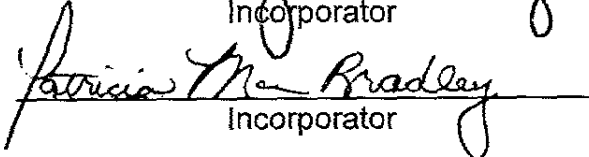
The names of the officers of this corporation, until their successors are elected and qualified shall be as follows:

Dan Bradley President

Patricia Mann Bradley Vice-President

Patricia Mann Bradley Secretary

Patricia Mann Bradley Treasurer

  
Incorporator  
  
Incorporator

STATE OF FLORIDA:

Acknowledgment

COUNTY OF DADE :

PERSONALLY APPEARED before me, the undersigned authority, Dan Bradley, to me well known as the person(s) described as Incorporator(s) in the above Articles of Incorporation, and acknowledged it to be his/her/their deed.

WITNESS my hand and seal this 24 day of October, 2003 at City of Miami Springs, County of Miami-Dade, State of Florida.

My Commission Expires:



Suzanne S. Hittler  
My Commission DD193403  
Expires April 16, 2007

*Suzanne S. Hittler*  
Notary Public- State of Florida  
*Suzanne S. Hittler*

03 NOV - 7 AM 11:07  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

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STATE OF FLORIDA:

Acknowledgment

COUNTY OF DADE :

PERSONALLY APPEARED before me, the undersigned authority, Patricia Mann Bradley, to me well known as the person(s) described as Incorporator(s) in the above Articles of Incorporation, and acknowledged it to be his/her/their deed.

WITNESS my hand and seal this 24 day of October, 2003 at City of Miami Springs, County of Miami-Dade, State of Florida.

My Commission Expires:



Suzanne S. Hittler  
My Commission DD193403  
Expires April 16, 2007

*Suzanne S. Hittler*  
Notary Public- State of Florida  
*Suzanne S. Hittler*

REGISTERED AGENT ACCEPTANCE

Having been named to accept service of process for the above named corporation and to act as its Registered Agent at the place designated in the foregoing Certificate, the undersigned hereby agrees to act in this capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of said duties.

Dated: October 24, 2003.

*Dan Bradley*  
REGISTERED AGENT  
Dan Bradley  
121 Morningside Drive, #3,  
Miami Springs, Florida 33166.