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# TRANSMITTAL LETTER

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

SUBJECT:	WORLD PROFESSIONAL GOLFERS' ASSOCIATION, INC.					
	(PROPOSED CORPORA	VIE NAME – <u>MUST INCL</u>	<u>Udosugeix</u>	,	-	
Enclosed are an orig	ginal and one (1) copy of the art	icles of incorporation and	l a check for:			
\$70.00 Filing Fee	☐ \$78.75 Filing Fee & Certificate of Status	S78.75 Filing Fee & Certified Copy  ADDITIONAL CO	\$87.50 Filing Ference Certified & Certified Status  PY REQUII	e, Copy cate of		
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	Orlando, FL 32801  City, State & Zip				• _ gen = ₹	
	(407)228-2223		<u> </u>		<del></del>	
	Daytime i	elephone number				

NOTE: Please provide the original and one copy of the articles.

## ARTICLES OF INCORPORATION

OF

# WORLD PROFESSIONAL GOLFERS' ASSOCIATION, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopts the following Articles of Incorporation:

### ARTICLE I. CORPORATE NAME

The name of the corporation (which is hereafter referred to as the "Corporation") shall be WORLD PROFESSIONAL GOLFERS' ASSOCIATION, INC.

### ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of the Corporation shall be:

14515 Bruce B. Downs, Tampa, FL 33613

### ARTICLE III. PURPOSES

The specific and exclusive purposes for which the Corporation is organized are:

- (a) To be a professional association organized as a not-for-profit membership corporation within the meaning of Section 501(c)(6) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any subsequent United States federal tax laws; and
- (b) To be engaged in any and all lawful business, which not-for-profit corporations are permitted to be engaged in under the laws of the State of Florida.

### ARTICLE IV. PROHIBITED ACTS

- (a) The Corporation shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal Income Tax under Section 501(c)(6) of the Internal Revenue Code of 1986 or the corresponding provision of any subsequent U.S. federal tax laws.
- (b) No part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the

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- publishing or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.
- (c) The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.
- (d) The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.
- (e) The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.
- (f) The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

### ARTICLE V. MEMBERS

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The corporation shall have members as defined in the Corporation's Bylaws.

### ARTICLE VI. LIABILITY

Directors and Officers of the Corporation shall not be personally liable for the Corporation's debts, liabilities or obligations.

### ARTICLE VII. DIRECTORS

- (a) Number. The number of directors shall be Three (3) or such other number as may be increased pursuant to the Article IV of the Bylaws of the Corporation.
- (b) <u>Election.</u> Directors shall be elected at the annual meeting of the members, which shall be held in December of each year or at the time and place duly designated by the Board of Directors.
- (c) <u>Initial Board of Directors.</u> The following persons are elected by the members of the said Corporation to serve it as directors until the first annual meeting of the Corporation:

Daniel R. Zanini 8011 Merry Oaks Lane Vienna, VA 22182 Son Ho Jang

New Hyundai Apt. #114-1104

Apgujeong-Dong, Kangnam-Gu

Seoul, South Korea

Sang Woo Lee

1697-9 Beonji, 103-Ho

Seocho-Dong, Seocho-Gu

Seoul, South Korea

### ARTICLE VIII. OFFICERS

The names of the officers who shall serve until the first election are as follows:

President

Jae Hak Lee

Vice President:

Sang Woo Lee

Secretary

Jae Hak Lee

Treasurer

Jae Hak Lee

### ARTICLE IX. INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the corporation's initial registered agent shall be:

Jae Hak Lee

17707 Cliford Road, Lutz, FL 33558

### ARTICLE X. INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

Jae Hak Lee

17707 Cliford Road, Lutz, FL 33558

### ARTICLE XI. CAPITAL STOCK

The Corporation is not organized for profit. It shall have no capital stock and shall not be authorized to issue capital stock. All the matters relating to its members shall be as set forth in the Bylaws of the Corporation.

### ARTICLE XII. NO DISTRIBUTION OF NET EARNINGS

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered.

### ARTICLE XIII. AMENDMENT OF ARTICLES

Amendments to the Articles of Incorporation may be proposed and adopted in the following manner: an amendment may be proposed at any regular meeting of the Board of Directors but may not be adopted until the next regular meeting of the Board of Directors; and the adoption must be by the unanimous vote of the Board of Directors.

Dated: July 29, 2004

JAE HAK LEE, Incorporator

# ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Dated: July 29, 2004

JAE HAK LEE, Registered Agent

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY that Jae Hak Lee, who personally appeared before me and produced a driver license as identification, took an oath and acknowledged before me that he executed the foregoing instrument voluntarily.

WITNESS my hand and official seal in the County and State last aforesaid this 29 day of July, 2004.



Notary Public