

WILLIAM V. LINNE
ATTORNEY AND COUNSELLOR AT LAW

POST OFFICE BOX 12347
PENSACOLA, FLORIDA 32502-2347

127 PALAFOX PLACE
TELEPHONE (904) 433-1111

N95000000085

Florida Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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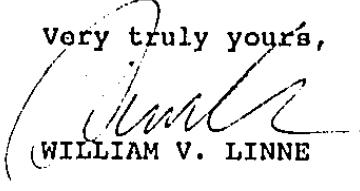
Re: The Greater Pensacola Junior Golf Association, Inc.

Gentlemen:

Enclosed for filing please find two copies of the Articles of Incorporation and Designation of Registered Agent for the above-referenced new corporation, along with a check in the amount of \$122.50 for the filing and certification fees. Please return one certified copy of the articles to my office.

If you have any questions, please do not hesitate to give me a call. Thank you for your assistance.

Very truly yours,


(WILLIAM V. LINNE)

WVL:sgb

Enclosures

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FLORIDA SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 JUN -5 AM 9:54

FILED

Handwritten: 11/9/95

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FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

December 30, 1994

WILLIAM V. LINNE
P.O. BOX 12347
PENSACOLA, FL 32582-2347

SUBJECT: THE GREATER PENSACOLA JUNIOR GOLF ASSOCIATION, INC.
Ref. Number: W94000027596

We have received your document for THE GREATER PENSACOLA JUNIOR GOLF ASSOCIATION, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 294A00054882

WILLIAM V LINNE
ATTORNEY AND COUNSELLOR AT LAW

POST OFFICE BOX 12347
PENSACOLA, FLORIDA 32502-2347

187 PALATKA PLACE
TELEPHONE (904) 433-2224

January 3, 1995

Florida Department of State
ATTN: Ms. Loria Poole
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

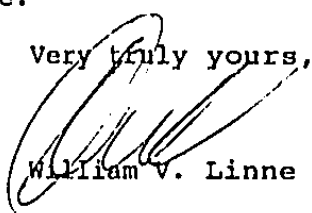
Re: The Greater Pensacola Junior Golf Association, Inc.
Ref. No. W94000027596

Dear Ms. Poole:

We have enclosed the Articles of Incorporation for the above-referenced new corporation which have been corrected to reflect the principal office of the corporation. Please file these and return a certified copy to me at your earliest convenience.

Thank you for your assistance.

Very truly yours,



William V. Linne

WVL:sgb

Enclosures

94/Golf.let

ARTICLES OF INCORPORATION OF

THE GREATER PENSACOLA JUNIOR GOLF ASSOCIATION, INC.

The undersigned persons, acting as incorporators, adopt the following Articles of Incorporation for such corporation pursuant to Florida Statute Chapter 617.

SECTION ONE

NAME

The name of the corporation is THE GREATER PENSACOLA JUNIOR GOLF ASSOCIATION, INC.

SECTION TWO

SPECIFIC AND GENERAL PURPOSES

The corporation is a nonprofit corporation. The purposes for which the corporation is organized are:

(a) The specific and primary purposes for which this corporation is formed are to develop, promote and regulate the sport of golf for junior players; to promote sportsmanlike competition for junior golfers within Northwest Florida; to organize local and statewide competition for young men and women, age eighteen and under; to promulgate rules; to organize officials; to present seminars for players and officials; and to distribute a newsletter and otherwise encourage the growth of the sport of golf throughout Northwest Florida.

(b) The general purposes for which this corporation is formed are to operate exclusively for such charitable and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.

(c) This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

SECTION THREE

DURATION

The corporation shall have perpetual duration.

SECTION FOUR

MEMBERSHIP

The corporation shall have a membership distinct from the board of directors. The authorized number and qualifications of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and their liability for dues and assessments as well as the method of collection thereof, shall be set forth in the bylaws.

SECTION FIVE

PRINCIPAL OFFICE; REGISTERED OFFICE; REGISTERED AGENT

The street address of the principal office and the initial registered office of the corporation is 5601 Woodbine Road, City of Pace, County of Santa Rosa, State of Florida. The name of its initial registered agent at such address is Hiram J. Cook, Jr.

SECTION SIX

DIRECTORS

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a board of directors. The number of directors of the corporation shall be not less than three; provided, however, that such number may be changed by a bylaw duly adopted pursuant to the bylaws of this corporation.

The directors named in this certificate of incorporation as the first board of directors shall hold office until the first meeting of members, at which time an election of directors shall be held.

Directors elected at the first annual meeting, and at all times thereafter, shall serve for such terms as are provided for in the bylaws.

Any action required or permitted to be taken by the board of directors under any provision of law may be taken without a meeting, if all the members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law that relates to action so taken shall state that the action was taken by unanimous written consent of the board

of directors without a meeting and that the articles of incorporation and bylaws of this corporation authorize the directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and residential addresses of the persons who are to serve as the initial directors are as follows:

Hiram J. Cook, Jr.
5601 Woodbine Road
Paco, Florida 32571

William J. Fedowich
9225 Woodrun Court
Pensacola, Florida 32514

B. E. Bowden
3220 Avalon Boulevard
Milton, Florida 32570

SECTION SEVEN

INCORPORATORS

The names and street addresses of each incorporator are as follows:

Hiram J. Cook, Jr.
5601 Woodbine Road
Paco, Florida 32571

William J. Fedowich
9225 Woodrun Court
Pensacola, Florida 32514

B. E. Bowden
3220 Avalon Boulevard
Milton, Florida 32570

SECTION EIGHT

OFFICERS

The board of directors shall elect the following officers: Chairman, Vice-Chairman, Secretary, Treasurer, and such other officers as the bylaws of this corporation may authorize the directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the board of

directors. Until such election is held, the following persons shall serve as corporate officers:

Hiram J. Cook, Jr.--Chairman
5601 Woodbine Road
Paco, Florida 32571

William J. Fedowich--Vice-Chairman
9225 Woodrun Court
Pensacola, Florida 32514

Dorothy R. Sly--Secretary
Post Office Box 763
Mary Esther, Florida 32569

Steven R. Dotson--Treasurer
221 Florida Avenue
Gulf Breeze, Florida 32561

SECTION NINE

MODIFICATION OF BYLAWS

Subject to the limitations contained in the bylaws and any limitations set forth in the laws of the State of Florida, the bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board of directors or by following the procedure set forth therefor in the bylaws.

SECTION TEN

DEDICATION OF PROPERTY

The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member of this corporation, or to the benefit of any private individual.

SECTION ELEVEN

DISTRIBUTION ON DISSOLUTION

Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a nonprofit fund, foundation, or corporation that is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the

Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

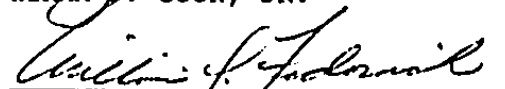
SECTION TWELVE

AMENDMENT

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors and presented to a quorum of members for their vote. Amendments may be adopted by a vote of two-thirds of a quorum of members of the corporation.

We, the undersigned, being the incorporators of this corporation, for the purpose of forming this nonprofit charitable corporation under the laws of the State of Florida, have executed these articles of incorporation on the 24th day of December, 1994.

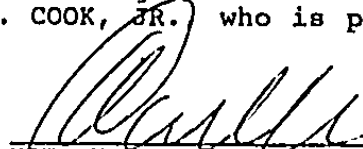

HIRAM L. COOK, JR.


WILLIAM J. FEDOWICH


B. E. BOWDEN

STATE OF FLORIDA
COUNTY OF SANTA ROSA

The foregoing instrument was acknowledged before me this 24th day of December, 1994, by HIRAM J. COOK, JR. who is personally known to me.

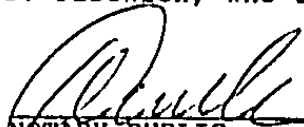

NOTARY PUBLIC
Typed Name: William V. Linne
Commission Expires: 12-30-95
Commission No.: CC160312

WILLIAM V. LINNE
Notary Public, State of Florida
My comm. expires Dec. 30, 1995
Comm. No. CC160312

STATE OF FLORIDA
COUNTY OF SANTA ROSA

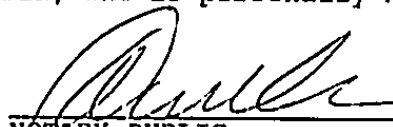
The foregoing instrument was acknowledged before me this 24th
day of December, 1994, by WILLIAM J. FEDOWICH, who is personally
known to me.

WILLIAM V. LINNE
Notary Public, State of Florida
My comm. expires Dec. 30, 1995
Comm. No. CC160312


NOTARY PUBLIC
Typed Name: William V. Linne
Commission Expires: 12-30-95
Commission No.: CC160312

STATE OF FLORIDA
COUNTY OF SANTA ROSA

The foregoing instrument was acknowledged before me this 24th
day of December, 1994, by B. E. BOWDEN, who is personally known to
me.


NOTARY PUBLIC
Typed Name: William V. Linne
Commission Expires: 12-30-95
Commission No.: CC160312

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WILLIAM V. LINNE
Notary Public, State of Florida
My comm. expires Dec. 30, 1995
Comm. No. CC160312

**CERTIFICATE DESIGNATING ADDRESS FOR
SERVICE OF PROCESS WITHIN FLORIDA
AND DESIGNATING AGENT UPON WHOM
PROCESS MAY BE SERVED**

In compliance with Chapter 607.034, Florida Statutes, the General Corporation Act of Florida, the following is submitted:

FIRST: THE GREATER PENSACOLA JUNIOR GOLF ASSOCIATION, INC., desiring to organize under the Laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the City of Pace, County of Santa Rosa, State of Florida, has named Hiram J. Cook, Jr., located at 5601 Woodbine Road, Pace, Florida 32571, the registered office of the Corporation, as its agent to accept service of process within this State.

ACCEPTANCE OF AGENT

Having been named to accept service of process and serve as Registered Agent for the above-named Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity and agree to comply with the provisions of said statute relative to keeping said office open.


HIRAM J. COOK, JR.

SECRET
TALLAHASSEE, FLORIDA

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FBI