

N96000001612

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

NAME _____
FIRM _____
ADDRESS _____
PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Mailor No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY _____

WALK-IN 3/26 12:00
Will Pick Up _____

DATE 3/26 1996

RE: Help the Kids
Golf Foundation, Inc.

	G.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Original Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input checked="" type="checkbox"/> Dissolution/Withdrawal		
<input checked="" type="checkbox"/> C U S-		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ()		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prop.		
<input type="checkbox"/> FAX () pgs.		

SUBTOTALS

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit Invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

FILED
SECRETARY OF STATE
CORPORATIONS
26 MAR 26 AM 9:17

ARTICLES OF INCORPORATION

The undersigned, acting as incorporator of a corporation pursuant to chapter 617, Florida Statutes, adopt the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be: Help The Kids Golf Foundation, Inc.

ARTICLE II

The principal place of business and mailing address of this corporation shall be: 250 Tequesta Drive, Tequesta, FL 33469

ARTICLE III

The specific purpose for which the corporation is organized is to seek out young persons who could benefit from a college education and show an aptitude for the playing of the game of golf. The foundation will assist the young persons in preparing for a college education and assist them in obtaining scholarships or grants based on their academic and athletic ability.

The corporation shall have the power to engage the services of such persons or organizations to assist it in carrying out such purposes. In addition the corporation shall have all the powers granted pursuant to the Statutes of the State of Florida.

ARTICLE IV

The manner in which the directors are elected or appointed shall be pursuant to the By Laws of the Corporation.

ARTICLE V

There shall be no limitation of corporate powers except as provided by law.

ARTICLE VI

The name and the street address of the initial registered agent is:

Herman Jeffer
250 Tequesta Drive
Tequesta, FL 33469

ARTICLE VII

The name and the street address of the incorporator for these articles of incorporation is:

Herman Jeffer
250 Tequesta Drive
Tequesta, FL 33469

ARTICLE VIII

Internal Revenue Code

The corporation shall apply for tax exempt status under the Internal Revenue Code and shall operate in such manner so as to comply with the Internal Revenue Code. The corporation shall also annually register with the Division of Consumer Services for the State of Florida.

The corporation shall distribute its income for each taxable year at such time and in such manner as not to subject the foundation to tax under section 4942 of the Internal Revenue Code.

The corporation shall not engage in any act of self dealing (as defined in section 4941(d) of the code); it shall not retain any excess business holdings (as defined in section 4943(c) of the Internal Revenue Code); it shall not make any investments in such manner as to subject the foundation to tax under section 4944 of the Internal Revenue Code; and it shall not make any taxable expenditures (as defined in section 4945(d) of the Internal Revenue Code).

Upon dissolution of the Corporation its assets, after payment of all liabilities, shall be distributed to an entity which is classified by the Internal Revenue Service as "tax exempt" and has a determination from the Internal Revenue Service that it is tax exempt and which organization can, if possible, carry out the purpose of this corporation.

The undersigned incorporator has executed these Articles of
Incorporation this 19 day of March, 1996.

Signature of Incorporator:

Herman Jeffer

Herman Jeffer
Typed name of incorporator signing

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES,
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE
OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE
REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

Help the Kids Foundation, Inc.

2. The name and address of the registered agent and office is:

Herman Jeffer
250 Tequesta Drive
Tequesta, FL 33469

Having been named as registered agent and to accept service of
process for the above stated corporation 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.

Herman Jeffer
(Signature)

3/19/96
(Date)

SECRET 25 APR 9:17