TRANSMITTAL LETTER

98 APR -2 PM 2: 42

| Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314 | | 900002465 -03/23/981 *****70.00 |
|--|--|---|
| SUBJECT: Pee Wee Golf League o (Proposed corpor | f America, Inc. ate name - must include suffi | x) |
| | | , |
| Enclosed is an original and one(1) copy of the article | es of incorporation and a | check for : |
| \$70.00 \$78.75 Filing Fee Filing Fee & Certificate | □\$122.50 Filing Fee & Certified Copy | \$131.25 Filing Fee, Certified Copy & Certificate |
| | ADDITIONAL CO | PY REQUIRED |
| FROM: Robert Stine Name (Pr | inted or typed) | <u> </u> |
| 129 Whitman Rd. | S.E. | |
| | ddress | |
| O / A Winter Haven, FI | . 33884 | reader e |
| okalust Slen GAVE City, | State & Zip | - |
| CORRECT WAY LANGE TO 941-324-5621 | | |
| | elephone number | · · · · · · · · · · · · · · · · · · · |
| DOC. EXAM JUNES SURVEY | | |
| DATE DOC. EXAM Wais Brown Daytime To Daytime | | |
| NOTE: Please provide the or | iginal and one copy of t | the articles. |



March 25, 1998

ROBERT STINE 129 WHITMAN ROAD, S.E. WINTER HAVEN, FL 33884

SUBJECT: PEE WEE GOLF LEAGUE OF AMERICA, INC.

Ref. Number: W98000006620

We have received your document for PEE WEE GOLF LEAGUE OF AMERICA, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.)

The registered agent must sign accepting the designation.

Please return the original and one copy of 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 (850) 487-6972.

Letter Number: 998A00015966

Doris Brown Document Specialist



ARTICLES OF INCORPORATION OF PEE WEE GOLF LEAGUE OF AMERICA, INC. A NOT FOR PROFIT FLORIDA CORPORATION

ARTICLE I

CORPORATE NAME

The name of this Corporation is **PEE WEE GOLF LEAGUE OF AMERICA, INC.**129 Whitman Road, S. E. - Winter Haven, Florida 33884.

ARTICLE II

CORPORATE NATURE

This is a nonprofit Corporation organized pursuant to the Florida Corporations Not for Profit Law set forth in Chapter 617 of the <u>Florida Statutes</u>.

ARTICLE III

DURATION

The term of existence of the Corporation is perpetual.

ARTICLE IV

SPECIFIC PURPOSE

A non-profit corporation established to be an introduction and ongoing opportunity for kids to play golf.

ARTICLE V

MANAGEMENT OF CORPORATE AFFAIRS

A. Board of Directors. The power of this Corporation shall be exercised, its properties controlled and its affairs conducted by a Board of Directors consisting of not less than three (3) persons and not more than nine (9) persons. The initial number of Directors of the Corporation shall be three (3), provided, however, that such number may be changed pursuant to the Bylaws duly adopted by the Board. At all times the member of the Board of Directors shall consist of an odd number and shall be divided as equally as the number of Directors will permit into three (3) classes: Class 1, Class 2, and Class 3.

The term of office for all Directors shall be two (2) years except for the term of office of the initial Class 1 Director shall expire at the annual meeting next ensuing, the term of office of the initial Class of Director(s) shall expire two (2) years thereafter, and the term of office of the initial Class 3 Director(s) shall expire two (2) years thereafter.

The name and address of such initial members of the Board of Directors are as follows:

Name & Address

Robert Stine (Class 1) 129 Whitman Road Winter Haven, Florida 33ss4

Troy Puckett (Class 2) Post Office Box 5287 Albany, Georgia 31706

William Amick (Class 3)
Post Office Box 1984
Daytona Beach, Florida 32115

It is the intent of these Articles that, at all times hereafter, the Directors shall be classified as to term of office in the manner herein above provided for in the initial Board, so that, as nearly as the number of Directors will permit, one-third of the Directors of this Corporation shall be elected at each annual meeting of the Corporation.

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 a majority of members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be held 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 vote of the Directors. Any certificate or other document filed under any provision of law which relates to actions so taken shall state that the action was taken by written consent of the Board of Directors without a meeting. Such a statement shall be prima facie evidence of such authority.

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B. Corporate Officers. The Board of Directors shall elect the following officers: President, Vice President, Secretary and Treasurer, and such other officers as the Bylaws of the 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:

Title

Name

President

Robert Stine

Vice President

Troy Puckett

Secretary-Treasure

William Amick

ARTICLE VI

EARNINGS AND ACTIVITIES OF CORPORATION

- No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members to Directors, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article IV hereof.
- Notwithstanding any other provision of these Articles, this Corporation shall not engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation.

ARTICLE VII

DISTRIBUTION OF ASSETS

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under **Section 501(c3)** of the **Internal Revenue Code of 1954** (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. And such assets not so disposed of shall be disposed of by a Court of competent jurisdiction in the county in which the principal office of the Corporation is then located, exclusively for such purposes.

ARTICLE VII

MEMBERSHIP

The qualification of members and the manner of their admission shall be regulated by the Bylaws of the Corporation.

ARTICLE VIII

SUBSCRIBERS

The names and addresses of the Subscribers of this Corporation are as follows:

Name & Address

Robert Stine (Class 1) 129 Whitman Road Winter Haven, Florida 33884

Troy Puckett (Class 2)
Post Office Box 5287
Albany, Georgia 31706

William Amick (Class 3) Post Office Box 1984 Daytona Beach, Florida 32115

ARTICLE IX

DIRECTOR CONFLICT OF INTEREST

A. No contract or other transaction between the Corporation and one or more of its Directors, or between the Corporation and any other Corporation, firm, association or other entity, in which one or more of its Directors are Directors or officers, or are financially interested, shall be either void or voidable for this reason alone or by reason alone that such Director or Directors are present at the meeting of the Board of Directors or of a committee thereof which approves such contract or transaction or that his or their votes are counted for such purposes.

- 1. If the fact of such criminal Directorship, officership or financial interest is disclosed or known to the Board or committee, and the Board of committee approves such contract or transaction by vote sufficient for such purpose without counting the vote or votes of such interested Director or Directors; or
- 2. If such common Directorship, officership or financial interest is disclosed or known to the members entitled to vote thereon, and such contract or transaction is approved by vote of the members; or
- 3. If the contract or transaction is fair and reasonable as to the Corporation at the time the Board, a committee of the members, approves it.
- B. Common or interested Directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee, which approves such contract or transaction.

ARTICLE X

AMENDMENT OF BYLAWS

Subject to the limitations contained in the Bylaws, and any limitations set forth in the Corporations Not for Profit Law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the Corporation, 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 as set forth therefor in the Bylaws.

ARTICLE XI

DEDICATION OF ASSETS

The property of this Corporation is irrevocably dedicated to promoting the purposes set forth in Article IV hereof, and no part of the net income or assets of this Corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

<u>ARTICLE XII</u>

REGISTERED AGENT AND OFFICE

The address of the Corporation's registered office shall be 129 Whitman Road Winter Haven, Florida 33884 and the name of its registered agent at said address shall be Robert Stine.

ARTICLE XIII

AMENDMENT OF ARTICLES

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 of their vote in the manner set forth in the Bylaws of this Corporation.

We the undersigned, being the Subscribers and Incorporators of this Corporation, for the purpose of forming this non-profit Corporation under the laws of the State of Florida, have executed these Articles of Incorporation, this 26 day of February 1998.

Name & Address

Robert Stine (Class 1) 129 Whitman Road

Winter Haven, Florida 33884

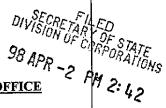
Troy Puckett (Class 2)
Post Office Box 5287
Albany, Georgia 31706

William Amick (Class 3)

Post Office Box 1984

Daytona Beach, Florida 32115

ARTICLE XIV



CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

617.0501, THE UNDERSIGNED CORPORATION, PURSUANT TO FS ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE REGISTERED THE DESIGNATING \mathbf{M} **FOLLOWING** STATEMENT OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at 129 Whitman Road, Winter Haven, Florida 33884, has named Robert Stine, located at the aforesaid address, as its registered agent to accept service of process within the state.

(Signature)

Robert Stine

129 Whitman Road

Winter Haven, Florida 33884

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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.

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24 25 (Signature)

Robert Stine

129 Whitman Road

Winter Haven, Florida 33884

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|----|--|
| 1 | STATE OF FLORIDA) |
| 2 |)s.s: COUNTY OF POLK) |
| 3 | |
| 4 | BEFORE ME, the undersigned authority, personally appeared Robert Stine, to me |
| 5 | known to be the person who executed the foregoing Articles of Incorporation and he |
| 6 | acknowledged to and before me that he executed such instrument. |
| 7 | |
| 8 | IN WITNESS WHEREOF, I have hereunto set my hand and seal this 26 day of |
| 9 | February, 1998. presented Il. Drux Lio Os J.D. |
| 10 | |
| 11 | Suttain Hill MCPHERSON MY COMMISSION # CC 696067 |
| 12 | Notary Public EXPIRES: November 12, 2001 Bonded Thru Notary Public Underwriters |
| 13 | My Commission Expires: |
| 14 | [Seal] |
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STATE OF FLORIDA) COUNTY OF POLK) BEFORE ME, the undersigned authority, personally appeared Trov Puckett, to me known to be the person who executed the foregoing Articles of Incorporation and he acknowledged to and before me that he executed such instrument. IN WITNESS WHEREOF, I have hereunto set my hand and seal this day of Notary Public My Commission Expires [Seal]

Notary Public

My Commission Expires

[Seal]

BRENDA J. WAGENMAN
MY COMMISSION # CC 415131
EXPIRES: February 16, 1999
Bonded Thru Notary Public Underwriters

FLDL + AS20-939-32-216-0