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January 27, 1999

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

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-01/29/99--01036--006  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Re: The First Tee of Hollywood - South Florida, Inc.

Dear Sirs:

Enclosed please find original and 2 copies of Articles of Incorporation of the above named corporation, together with our check in the sum of \$87.50 for filing fee, a certified copy of the charter and an additional certified copy of same.

Sincerely,

MORGAN, CARRATT AND O'CONNOR, P.A.

By

Michael E. O'Connor

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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DIVISION OF CORPORATIONS

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**ARTICLES OF INCORPORATION**  
**OF**  
**THE FIRST TEE OF HOLLYWOOD - SOUTH FLORIDA, INC.,**  
**A NOT FOR PROFIT CORPORATION**

The undersigned incorporator, in order to form a not for profit corporation under the laws of the State of Florida, adopts the following Articles of Incorporation:

**ONE:** The name of this corporation is THE FIRST TEE OF HOLLYWOOD - SOUTH FLORIDA, INC.

**TWO:** The name and address of the registered agent of this corporation is:

Derick Anderson  
400 Entrada Drive  
Hollywood, FL 33021-7040.

**THREE:** The specific purposes for which this corporation is organized are:

The corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

The corporation will provide access at its facility to golf and golf training programs for people of all social strata, with a strong emphasis and priority on providing children and young people, regardless of race and economic background, the opportunity to play golf.

**FOUR:** The principal place of business and the mailing address of this corporation is: 400 Entrada Drive, Hollywood, FL 33021-7040.

**FIVE:** The manner in which the directors are elected or appointed is stated in the corporate by-laws.

**SIX:** The period of duration of this corporation is perpetual.

**SEVEN:** The classes, rights, privileges, qualifications, and obligations of members of this corporation are as follows:

This corporation shall have one class of membership. Any person shall be qualified to become a member upon payment of the initial dues, if any, fixed by the board of directors and shall continue as a member upon paying the annual dues, if any, fixed by

the board of directors. The method and time of payment of dues shall be determined, and may be changed, from time to time, by the board of directors. Additional provisions specifying the rights and obligations of members shall be contained in the by-laws of this corporation pursuant to, and in accordance with, the laws of this State.

**EIGHT:** Any additional provisions for the operation of this corporation are as follows:

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose.

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this 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 these Articles.

Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 502(c)(3) of the Internal Revenue Code or (2) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

In any taxable year in which this corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code, the corporation 1) shall distribute its income for said period at such time and manner as not to subject it to tax under section 4942 of the Internal Revenue Code; 2) shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code; 3) shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; 4) shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code; and 5) shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

**NINE:** The name and address of the incorporator to these Articles of Incorporation is:

Derick Anderson  
400 Entrada Drive  
Hollywood, FL 33021-7040.

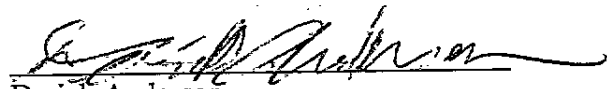
The undersigned incorporator hereby declares under penalties of perjury that the statements made in the foregoing Articles of Incorporation are true.

Dated: 1/20/94

  
Derick Anderson

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.

Dated: 1/20/91

  
Derick Anderson  
Registered Agent