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January 7, 2000

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Secretary of State  
Division of Corporations  
The George Firestone Bldg.  
409 Gaines Street  
Tallahassee, Florida 32399

RE: FILING OF ARTICLES OF INCORPORATION FOR  
POP'S GOLF RANGE, INC.

Dear Sir/Madam:

Enclosed please find a check payable to the Secretary of State in the amount of \$70.00 for filing of the enclosed Articles for POP'S GOLF RANGE, INC. Please return a copy of the Articles of Incorporation in the self addressed stamped envelope.

If you should have any questions or need any further information, please feel free to call.

Very truly yours,

TIMOTHY W. GENSMER, P.A.

*Timothy W. Gensmer*  
Timothy W. Gensmer

TWG/tgw

Enclosures:

FILED  
JAN 11 AM 9:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION  
OF  
POP'S GOLF RANGE, INC.

FILED  
00 JAN 11 AM 9:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE 1. - NAME

The name of this corporation is POP'S GOLF RANGE, INC.

ARTICLE 2. - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE 3. - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE 4. - POWERS

This corporation shall have all of the powers enumerated in the Florida General Corporation Act.

ARTICLE 5. - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of voting common stock with a par value of \$1.00 per share.

ARTICLE 6. - PREEMPTIVE RIGHTS

The holders of the common stock of the corporation shall have the preemptive right to purchase upon such price, terms and conditions as shall be fixed by the Board of Directors, such of the shares of the common stock of the corporation as may be issued from time to time of the corporation which have never previously been sold or issued. Such preemptive right shall apply to such shares whether such additional shares constitute a part of the shares presently or subsequently authorized or constitute shares held in the treasury of the corporation, and shall be exercised in the

respective ratio with the number of shares held by each stockholder at the time of such issue bears to the total number of shares outstanding in the names of all stockholders at such time.

ARTICLE 7. - PRINCIPAL OFFICE OR MAILING ADDRESS

The street address of principal office is 6800 Fruitville Road, Sarasota, Florida 34240 and the mailing address of the corporation is 6800 Fruitville Road, Sarasota, Florida 34240.

ARTICLE 8. - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 6800 Fruitville Road, Sarasota, Florida 34240 and the name of the initial registered agent of this corporation at that address is GARY JOSEPH GAZALL.

ARTICLE 9. - INCORPORATOR

The name and address of the Incorporator is:

GARY JOSEPH GAZALL  
6800 Fruitville Road  
Sarasota, Florida 34240

ARTICLE 10. - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in the Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

The undersigned incorporator has executed these Articles of Incorporation on the 7 day of JANUARY, 2000.

  
GARY JOSEPH GAZALL

STATE OF FLORIDA

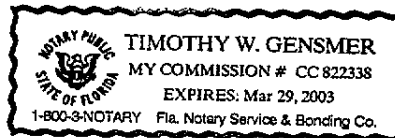
COUNTY OF SARASOTA

Before me, a Notary Public, appeared GARY JOSEPH GAZALL known to be the person described as the Incorporator, or who produced Driver's License as identification, who executed the foregoing Articles of Incorporation, and said person did acknowledge subscribing to the same.

Witness my hand and official seal this 7th day of January, 2000.

Timothy W. Gensmer  
NOTARY PUBLIC

MY COMMISSION EXPIRES:



ACCEPTANCE OF APPOINTMENT

AS REGISTERED AGENT FOR

POP'S GOLF RANGE, INC.

FILED  
00 JAN 11 AM 9:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Having been named to accept service of process for the above-stated corporation, at the place designated in the corporation's articles of incorporation, I hereby acknowledge and accept the appointment and agree to act in this capacity, and I further state that I am familiar with and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED: 1-7-00

  
GARY JOSEPH GAZALL