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## Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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## To:

Division of Corporations  
Fax Number : (850) 922-4001

## From:

Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 541-3694  
Fax Number : (305) 541-3770

## FLORIDA PROFIT CORPORATION OR P.A.

NICOLASA GOLF DESIGN, INC.

Certificate of Status	0
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**ARTICLES OF INCORPORATION**

**OF**

**NICOLASA GOLF DESIGN, INC.**

**ARTICLE I**

**NAME**

The name of the Corporation shall be NICOLASA GOLF DESIGN, INC.

**ARTICLE II**

**PURPOSES**

This Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

**ARTICLE III**

**STOCK**

This Corporation is authorized to issue 1000 shares of Common Stock having a par value of \$1.00 per share.

**ARTICLE IV**

**INITIAL REGISTERED OFFICE AND AGENT AND MAILING ADDRESS**

The street address of the initial Registered Office of this Corporation and of its principal office is 2151 Le Jeune Road, Mezzanine, Coral Gables, Florida 33134, and the name of the initial Registered Agent of this Corporation at that address is J. EVERETT WILSON. The mailing address is the same.

**ARTICLE V**

**INITIAL BOARD OF DIRECTORS**

This Corporation shall have one (1) Director initially. The number of Directors may

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be increased or diminished from time to time by the ByLaws but shall never be less than one. The name and address of the initial Director of this Corporation is:

NAME	ADDRESS
J. Everett Wilson, Esq.	c/o Wilson Suarez & Lopez 2151 LeJeune Road, Mezzanine Coral Gables, Florida 33134-4200

**ARTICLE VI**

**INCORPORATOR**

The name and address of the person signing these Articles is:

J. Everett Wilson, Esq.	c/o Wilson Suarez & Lopez 2151 LeJeune Road, Mezzanine Coral Gables, Florida 33134-4200
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**ARTICLE VII**

**INDEMNIFICATION**

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

**ARTICLE VIII**

**AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned Subscriber has executed these Articles of Incorporation this 7<sup>th</sup> day of March, 2000.

  
J. EVERETT WILSON

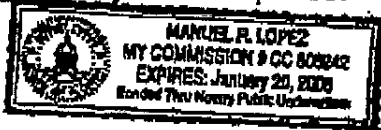
STATE OF FLORIDA     )  
                                  ) SS:  
COUNTY OF DADE     )

I hereby certify that on this day, before me, a Notary Public, duly authorized in the

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State and County named above to take acknowledgments, personally appeared J. EVERETT WILSON, personally known by me to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the Country and State named above, this 7<sup>th</sup> day of March, 2000.



*[Signature]*  
Notary Public, State of Florida at Large

My commission expires:

**ACKNOWLEDGMENT AND ACCEPTANCE OF REGISTERED AGENT**

Having been named as Registered Agent for the above Corporation at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of the Florida Corporations Code pertaining to the duties and responsibilities of a Registered Agent.

*[Signature]*  
J. EVERETT WILSON

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