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March 22, 2000

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Corporate Records Bureau
Division of Corporations
Florida Department of State
ATTENTION: CAROLYN BATTEN
409 E. Gaines Street
Tallahassee, FL 32399

RE: The Next Nine Golf and Grill, Inc.
Ref. Number: W00000006804

Dear Ms. Batten:

Pursuant to your letter dated March 14, 2000 in regard to the above-captioned matter, a copy of which I have enclosed for your reference, enclosed please find corrected Articles of Incorporation using a consistent address for the registered agent. I would appreciate your immediate assistance in filing these articles with the check that you are holding for same. After filing, please return copies of the filed articles to my office. If you should have any questions concerning this corrected document, please contact me at the phone number listed above. Thank you for your assistance in this regard.

Very truly yours,

WILKINS, FROHLICH, JONES,
HEVIA, RUSSELL & SUTTER, P.A.

W. Kevin Russell

WKR:nle
Enclosures
Via Federal Express

FILED
00 MAR 23 PM 12:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 14, 2000

WILKINS & FROHLICH, P.A.
W. KEVIN RUSSELL
18501 MURDOCK CIRCLE, 6TH FLOOR
PORT CHARLOTTE, FL 33948-1039

SUBJECT: THE NEXT NINE GOLF AND GRILL, INC.
Ref. Number: W00000006804

We have received your document for THE NEXT NINE GOLF AND GRILL, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

The registered agent and street address must be consistent wherever it appears in your document.

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) 487-6930.

Carolyn Batten
Document Specialist

Letter Number: 100A00014027

FILED
00 MAR 23 PM 12:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

THE NEXT NINE GOLF AND GRILL, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, does hereby sign and direct these articles to be delivered to the Department of State, State of Florida for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE 1. - NAME

The name of this corporation is THE NEXT NINE GOLF AND GRILL, INC.

ARTICLE 2. - DURATION OF CORPORATE EXISTENCE

This corporation shall exist perpetually.

ARTICLE 3. - PURPOSES

The general purposes for which this corporation is organized include the transaction of any or all lawful business for which corporations may be incorporated under the provisions of Chapter 607, Florida Statutes, as the same now exists or as it may hereafter be changed.

ARTICLE 4. - CAPITAL STOCK

The aggregate number of shares of stock this corporation is authorized to have outstanding at any time is 100 shares of common stock having a par value of \$1.00 per share. There shall be no other type or class of stock.

ARTICLE 5. - ADDRESS AND REGISTERED AGENT

The street address of the initial registered office of this corporation shall be 3273 Tauton Avenue, North Port, FL 34286. The name of the initial registered agent at such address is MICHELLE McGRATH.

ARTICLE 6. - DIRECTORS

This corporation shall have two directors initially. The number of directors may be increased or decreased from time to time by bylaws adopted by the shareholders, but shall never be less than two nor more than six.

ARTICLE 7. - INITIAL DIRECTOR

The name and post office address of the initial directors are:

<u>NAME</u>	<u>ADDRESS</u>
MICHELLE McGRATH	3273 Tauton Avenue North Port, FL 34286
ROBERT McGRATH	3273 Tauton Avenue North Port, FL 34286

ARTICLE 8. - INCORPORATOR

The name and post office address of the incorporator of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
MICHELLE McGRATH	3273 Tauton Avenue North Port, FL 34286

ARTICLE 9. - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned has hereunto subscribed her name and affixed her seal this 3rd day of March, 2000.

Witnesses:

Nancy L. Elliott

Michelle McGrath
Michelle McGrath

W. Levi Russell

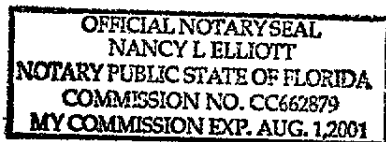
STATE OF FLORIDA:

COUNTY OF CHARLOTTE:

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared MICHELLE McGRATH to me known to be the person described, as incorporator or who has produced a Florida Driver's License as identification, and who executed the foregoing Articles of Incorporation, and she acknowledged that she executed the same for the purposes therein stated and did not take an oath.

WITNESS my hand and official seal in the State and County aforesaid this 3rd day of March, 2000.

NOTARY PUBLIC:



(Seal)

Nancy L. Elliott
Sign

Nancy L. Elliott
Print Name

CC 662879
Commission No.

My commission expires:

**CERTIFICATE DESIGNATING A REGISTERED AGENT AND
REGISTERED OFFICE FOR THE SERVICE OF PROCESS**

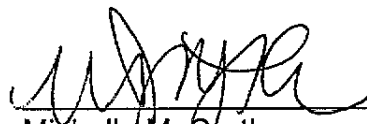
In compliance with Section 48.091, Florida Statutes, the following is submitted:

THE NEXT NINE GOLF AND GRILL, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at 1201 Woodhaven Drive, North Port, County of Sarasota, State of Florida, has designated MICHELLE McGRATH, whose street address is 3273 Tauton Avenue, North Port, County of Sarasota, State of Florida, as its agent to accept service of process within this state.

THE NEXT NINE GOLF AND GRILL, INC.

ACCEPTANCE

Having been designated as agent to accept service of process for the above-named corporation, at the place stated in this certificate, I hereby agree to act in this capacity and to comply with the provision of said law relative to same.


Michelle McGrath

FILED
00 MAR 23 PM 12:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA