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FRANCIS L. BAILEY
23640 WATERSIDE DRIVE
BONITA SPRINGS, FL 34134

APRIL 1, 2000

DEPT OF STATE
DIVISION OF CORPORATIONS
POST OFFICE BOX 6327
TALLAHASSEE, FL 32314

ATTN: CHARTER SECTION

9000003193539--9
-04/03/00--01112--001
****315.00 ****78.75

REF: GOLF WORKS OF BONITA SPRINGS, INC.
GOLF WORKS OF FORT MYERS, INC.
GOLF WORKS OF NAPLES, INC.
GOLF WORKS OF SOUTHWEST FLORIDA, INC.

GENTLEMEN:

ENCLOSED ARE ARTICLES OF INCORPORATION, ORIGINAL AND ONE COPY ALONG
WITH A CHECK IN THE AMOUNT OF \$315.00 (\$78.75 x 4) FOR THE FILING FEES AND
CERTIFICATES.

THANK YOU FOR YOUR IMMEDIATE ATTENTION TO THESE FILINGS.

VERY TRULY YOURS,

Francis L. Bailey
FRANCIS L. BAILEY

EFFECTIVE DATE
04-01-00

FILED
00 APR -3 AM 9:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

of 4/6

**ARTICLES OF INCORPORATION
OF
GOLF WORKS OF FORT MYERS, INC.**

FILED
00 APR -3 AM 9:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is: GOLF WORKS OF FORT MYERS, INC.

ARTICLE II

The effective date of this corporation shall be APRIL 1, 2000. The period of its duration is perpetual.

ARTICLE III

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE IV

The aggregate number of shares which the corporation shall have the authority to issue is ten thousand (10,000) at the par value of one dollar (\$1.00) each. Cumulative voting of the shares is expressly prohibited.

ARTICLE V

The address of the initial registered office, the principal office and mailing address is:

**23640 WATERSIDE DRIVE
BONITA SPRINGS, FL 34134**

The initial registered Agent at this office is FRANCIS L. BAILEY.

EFFECTIVE DATE
04-01-00

ARTICLE VI

The name and address of the incorporator-subscriber is as follows:

**FRANCIS L. BAILEY
23640 WATERSIDE DRIVE
BONITA SPRINGS, FL 34134**

ARTICLE VII

The number of directors constituting the initial board of directors is one (1). The name and address of the person who is to serve as directors until the first annual meeting of the shareholders or until his/her successors are elected and qualified is:

FRANCIS L. BAILEY
23640 WATERSIDE DRIVE
BONITA SPRINGS, FL 34134

ARTICLE VIII

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

ARTICLE IX

ACKNOWLEDGEMENT AND CONSENT OF THE REGISTERED AGENT Having been named Initial Registered Agent at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.

Francis L. Bailey

FRANCIS L. BAILEY
23640 WATERSIDE DRIVE
BONITA SPRINGS, FL 34134

The undersigned incorporator has executed these Articles of Incorporation this 1ST DAY OF APRIL.

Francis L. Bailey

FRANCIS L. BAILEY

FILED
09 APR -3 AM 9:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA