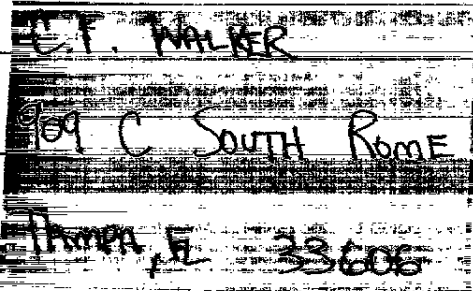


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Requester's Name



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Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 APR 14 PM 12:59

FILED

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| <input type="checkbox"/> Walk in | <input type="checkbox"/> Pick up time _____ | <input type="checkbox"/> Certified Copy |
| <input type="checkbox"/> Mail out | <input type="checkbox"/> Will wait | <input type="checkbox"/> Photocopy |
| | | <input type="checkbox"/> Certificate of Status |

NEW FILINGS

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

AMENDMENTS

- ☐ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

Examiner's Initials

ARTICLES OF INCORPORATION

for

Golf Coast, INC.

00 APR 14 PM 12:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, desirous of forming a corporation under the Laws of the State of Florida, and more particularly under the provisions of Article _____, and amendments thereto, governing manufacturing and business companies, have entered into the following agreement:

ARTICLES

- 1) CORPORATE NAME - The name of the corporation shall be:
Golf Coast, Inc.
- 2) REGISTERED OFFICE - The initial registered office of this corporation shall be located at:

909 S. Rome #C, Tampa, FL 33606
COUNTY, Hillsborough.
- 3) CORPORATE PURPOSE - The corporation is formed for the following purposes:

The purpose of this corporation is to market custom fitted golf clubs manufactured by Cason Golf, Inc.; and to engage in any or all lawful acts or activities for which corporations are permitted under the laws of the United States and of the State of Florida.
- 4) CORPORATE TERM - The corporation shall continue for the term of Indefinite.
- 5) INITIAL CAPITAL - The amount of capital which this corporation shall commence business is FIVE THOUSAND DOLLARS (\$5,000).
- 6) PERSONAL LIABILITY - Neither the above referenced corporation, the above referenced corporation's Board of Directors, or any other person or entity with which the above referenced corporation engages in business activities

shall have the authority to impose liability on any shareholder without specific written authorization of the shareholder. Said written authorization shall be kept on file and available for inspection by legitimate authorities.

- 7) AUTHORIZED SHARES - The aggregate number of shares which the corporation shall have authority to issue is TEN THOUSAND (10,000) shares, having a PAR VALUE of ONE DOLLAR (\$1.00) per share.
- 8) VOTING RIGHTS - Each share, upon issuance to a designated shareholder, represented by certificate which has been recorded in the corporate books, shall be entitled to one(1) vote in those matters requiring a vote of the shareholders.
- 9) CUMULATIVE VOTING - Cumulative voting, for any purpose, is not authorized under these articles. All issues requiring a shareholder vote shall be decided by a majority vote of the common shareholders of record. Such vote shall only be valid and binding upon the corporation and other shareholders when a quorum is present.
- 10) QUORUM - To constitute a quorum for corporate votes, sixty-six percent (66%) of the outstanding common shareholders of record are required to be present (conference calls, or other means found acceptable shall constitute presence).
- 11) CERTIFICATED STOCK - All stock issued by this corporation shall be evidenced by a certificate signed by the President of the corporation. All stock must be issued by the corporation to a specific shareholder of record. Use of bearer certificated stock is prohibited. Only those entities on record with Golf Coast, Inc. as being shareholders are entitled to vote on corporate matters.
- 12) RESTRICTIONS ON TRANSFER - All stock issued by this corporation shall be nontransferable unless offered to existing shareholders first. To satisfy this requirement the offer must be noted in the corporate books and the offer must be at the same terms and conditions as the stock is being offered to the nonshareholder. Once offered, existing shareholders can purchase the offered stock either on a pro rata basis, in whole, or in part. Any stock remaining after being offered to existing shareholders may then be sold to the nonshareholder at no less than the same terms and conditions as the stock was purchased by the existing shareholders. However, stock which has been offered to the existing shareholders and is not purchased by the existing shareholders within thirty (30) days may then be transferred to the nonshareholder and the corporation is required to

issue a new stock certificate and to make the necessary transfer entries in the corporate records.

- 13) NOTICE OF RESTRICTION ON TRANSFER OF STOCK - Any and all restrictions on the transfer of corporate stock shall be noted on the stock certificate. In the alternative, the certificate will state that the corporation will furnish a full statement of the restrictions upon request.
- 14) TRANSFER OF STOCK - Any transfer of corporate stock becomes valid only when the transfer has been registered in the corporate records and a new certificate has been issued by the corporation.
- 15) TREASURY SHARES - Shares, which have been issued and then reacquired by the corporation, shall not become treasury shares. Those shares reacquired by the corporation shall be deemed non-issued and non-outstanding.
- 16) PREEMPTIVE RIGHTS - Each shareholder, upon the sale of any new class of stock of this corporation, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price and terms at which it is offered to others.
- 17) INITIAL SHAREHOLDERS - That the names, places of residence, and the number of shares subscribed by the initial shareholders are:

NAME	RESIDENCE	# OF SHARES
Carl F. Walker	909 S. Rome #C Tampa, FL 33606	60
Johnny Muff	3406 West Santiago Street Tampa, FL 33629	20
Brian Langowski	533 S.E. 23 rd Place, #2 Cape Coral, FL 33990	20

- 18) BOARD OF DIRECTORS - The Board of Directors shall consist of at least one (1) shareholder, and the names of those agreed upon for the first year are:

NAME	RESIDENCE
Carl F. Walker	909 S. Rome #C Tampa, FL 33606

Johnny Muff 3406 West Santiago Street
Tampa, FL 33629

Brian Langowski 533 S.E. 23rd Place, #2
Cape Coral, FL 33990

19) AUTHORITY OF THE BOARD OF THE DIRECTORS - All powers and authority associated with Golf Coast, Inc.'s Board of Directors is hereby suspended. All powers and authority of the Board of Directors is vested in the common shareholders. These powers can be exercised by the common shareholders by a majority vote of all common stock shareholders of record when a quorum is present. However, the common shareholders of record can delegate authority to the Board of Directors to transact the corporation's business as the common shareholder's deem fit. This delegation of authority shall only become valid upon a majority vote of the common shareholders, when a quorum is present, to change the bylaws of the corporation thereby enumerating the powers of the Board of Directors within said bylaws.

20) QUORUM OF THE BOARD OF DIRECTORS - Should the common shareholders of the corporation vest powers, via amendment of the corporate bylaws, in the Board of Directors, all Directors must be present to constitute a quorum. Additionally, each director shall be entitled to one vote only.

21) THE NAME AND ADDRESS OF THE INCORPORATOR IS:

NAME	RESIDENCE
Carl F. Walker	909 S. Rome #C Tampa, FL 33606

22) REGISTERED AGENT - Carl F. Walker, of 909 S. Rome #C, Tampa, FL 33606, hereby accepts the appointment of Registered Agent, and agrees to act in this capacity until such time as a new Registered Agent is designated by a majority vote of the common shareholders when a quorum is present. The initial registered office of the corporation Golf Coast, Inc. shall be at 909 S. Rome #C, Tampa, FL 33606.

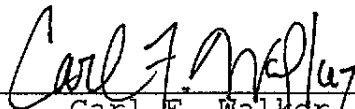
23) OFFICES OF THE PRESIDENT, SECRETARY, AND TREASURER - Carl F. Walker, of 909 S. Rome #C, Tampa, FL 33606, hereby accepts the offices of President, Johnny Muff of 3406 West Santiago Street, Tampa, FL 33639 accepts the office of Secretary, and Brian Langowski of 533 S.E. 23rd Place, #2, Cape Coral, FL 33990 accepts the office of Treasurer. The above

individuals agree to act in these capacities until such time as other officers of the corporation are elected by a majority vote of the common shareholders when a quorum is present.

- 24) AMENDMENTS TO CORPORATE ARTICLES OR BYLAWS - The power to adopt and/or amend either the corporate bylaws or these articles of incorporation is reserved unto the common stockholders. Adoption or amendment of the bylaws, or the articles of incorporation, shall be made only after approval by a majority vote of the common shareholders when a quorum is present.

I, the undersigned, being the original incorporator of Golf Coast, Inc., do hereby certify that the foregoing constitutes the Articles of Incorporation for Golf Coast, Inc.

Witness my hand and official seal in the County and State last aforesaid this 12th day of April, A.D. 2000.



Carl F. Walker

STATE OF FLORIDA
COUNTY OF Hillsborough

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to take oaths and take acknowledgments, personally appeared Carl F. Walker known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that they executed the same, that I relied upon the following form of identification of the above named person: FL DL # for Carl F. Walker. FL Drivers was shown, and that an oath ~~(was)~~ (was not) taken.



Cynthia A Vereen
My Commission CC579660
Expires Aug. 29, 2000

NOTARY SEAL



NOTARY SIGNATURE

Cynthia A. Vereen
PRINTED NOTARY SIGNATURE