

Jun-05-00

10:27 am

rom-SAD LLP

305 577 7001

17:27

P.001

F-198

PO0000054279

Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H00000030086 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations

Fax Number : (850) 922-4001

From:

Account Name : STEEL RECTOR & DAVIS

Account Number : 071541002004

Phone : (305) 577-4726

Fax Number : (305) 577-7001

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 JUN -5 AM 10:53

FILED

FLORIDA PROFIT CORPORATION OR P.A.

GolfFools.com, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

Electronic Filing Menu

Corporate Filing

Public Access Help

**ARTICLES OF INCORPORATION
OF
GOLFFOOLS.COM, INC.**

FILED
00 JUN -5 AM 10:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is GolfFools.com, Inc. (hereinafter called the "Corporation").

ARTICLE II - PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business for corporations organized under the Florida Business Corporation Act of the State of Florida.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have the authority to issue is 1,000 shares of Common Stock, par value \$.01 per share.

Shares of capital stock of the Corporation that have been issued and subsequently acquired by the Corporation shall constitute issued but not outstanding shares of the same class and series, until canceled or disposed of (whether by resale or otherwise) by the Corporation. If the Corporation cancels any such shares, the canceled shares shall constitute authorized and unissued shares of the same class and shall be undesignated as to series.

H00000030086 3

ARTICLE IV - INITIAL REGISTERED AGENT

The street address of the initial registered office of the Corporation is 3632 Stewart Avenue, Miami, Florida 33133 and the name of the initial registered agent of the Corporation at that address is Jack L. Williams.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and mailing address of the Corporation is 3632 Stewart Avenue, Miami, Florida 33133.

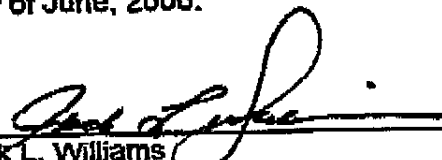
ARTICLE VI - INITIAL BOARD OF DIRECTORS

The Corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the Corporation, but shall never be less than one. The names and addresses of the initial directors of the Corporation are Jack L. Williams, 3632 Stewart Avenue, Miami, Florida 33133 and Gary Bruton - Warrenwood Cottage, Warreners Lane, Weybridge Surrey KT130LH England, Great Britain.

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is Jack L. Williams, 3632 Stewart Avenue, Miami, Florida 33133.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 02 day of June, 2000.



Jack L. Williams

H00000030086 3

**CERTIFICATE DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

W I T N E S S E T H:

GolfFools.com, Inc., desiring to organize under the laws of the State of Florida,
has named Jack L. Williams, located at 3632 Stewart Avenue, Miami, Florida 33131, as
its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated
corporation, at the place designated in this certificate, I hereby agree to act in this
capacity, and I further agree to comply with the provisions of all statutes relative to the
proper and complete performance of my duties, and I am familiar with, and accept the
duties and obligations of a registered agent outlined in Section 607.0505, Florida
Statutes.

Dated this 02 day of June, 2000.



Jack L. Williams

MIA_1998/585435-1

FILED
00 JUN -5 AM 10:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA