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POOR BUBBA'S GOLF WAREHOUSE, INC.
C/O FRANCIS L. BAILEY
23640 WATERSIDE DRIVE
BONITA SPRINGS, FL 34134

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-08/14/00--01072--006
*****78.75 *****78.75

AUGUST 16, 2000

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

ATTN: CHARTER SECTION

REF: POOR BUBBA'S GOLF WAREHOUSE, INC.

GENTLEMEN:

ENCLOSED ARE ARTICLES OF INCORPORATION, ORIGINAL AND ONE COPY
ALONG WITH A CHECK IN THE AMOUNT OF \$78.75, FOR THE FILING FEE AND
CERTIFICATE.

THANK YOU FOR YOUR IMMEDIATE ATTENTION TO THIS FILING.

VERY TRULY YOURS,

Francis L. Bailey
FRANCIS L. BAILEY

FILED
00 AUG 14 PM 12:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
08-11-00

JK 8/21

ARTICLES OF INCORPORATION
OF
POOR BUBBA'S GOLF WAREHOUSE, INC.

ARTICLE I

The name of the corporation is: POOR BUBBA'S GOLF WAREHOUSE, INC.

ARTICLE II

The effective date of this corporation shall be August 11, 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:

**24181 S TAMiami TRAIL
BONITA SPRINGS, FL 34134**

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

ARTICLE VI

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

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

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TALLAHASSEE, FLORIDA

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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 director until the first annual meeting of the shareholders or until his/her successors are elected and qualified is:

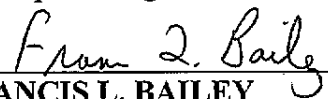
FRANCIS L. BAILEY
23640 WATERSIDE DRIVE
BONITA SPRINGS, FL 34134

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
23640 WATERSIDE DRIVE
BONITA SPRINGS, FL 34134

The undersigned incorporator has executed these Articles of Incorporation this 9TH DAY OF AUGUST 2000.


FRANCIS L. BAILEY

FILED
00 AUG 14 PM 12:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA