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August 23, 2000

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

FILED
00 AUG 28 AM 9:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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122.50 **78.75

Attention: New Filing Section

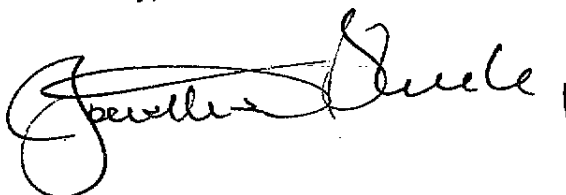
Re: Articles of Incorporation of PlayMoreGolfGames, Inc.

Gentlemen:

Enclosed are two original copies of the Articles of Incorporation of PlayMoreGolfGames, Inc., together with check #6418 in the amount of One Hundred Twenty-Two Dollars and Fifty Cents (\$122.50) in payment of the Thirty-Five Dollars (\$35.00) filing fee, Thirty-Five Dollars (\$35.00) fee for designation of registered agent and Fifty-Two Dollars and Fifty Cents (\$52.50) certified copy fee. Once the Articles of Incorporation have been filed, the certified copy should be returned to this office.

If you have any questions, please contact me.

Sincerely,



Jonathan W. Shirley

JWS/lp

Enclosures

cc: Mr. Les Sherman, PlayMoreGolfGames, Inc.

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**ARTICLES OF INCORPORATION
OF
PLAYMOREGOLFGAMES, INC.**

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00 AUG 28 AM 9:58
SECRETARY OF STATE
TALLAHASSEE, FL

The undersigned, acting as incorporator of this Corporation pursuant to Chapter 607 of the Florida Statutes, hereby forms a corporation for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for such Corporation:

ARTICLE I - NAME OF CORPORATION

The name of this Corporation shall be PlayMoreGolfGames, Inc.

ARTICLE II - DATE OF EXISTENCE

This Corporation shall exist perpetually commencing on the date of filing of these Articles of Incorporation.

ARTICLE III - PRINCIPAL OFFICE

The principal office of this Corporation shall be located at 9179 Montevello Drive, Orlando, Florida 32818.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of capital stock that this Corporation is authorized to issue and have outstanding at any one time is One Thousand (1,000) shares of common stock having a par value of One Dollar (\$1.00) per share.

**ARTICLE V - INITIAL REGISTERED OFFICE
AND REGISTERED AGENT**

The initial street address of the registered office of this Corporation in the State of Florida shall be 106 East Church Street, Lower Level, Orlando, Florida 32801. The Board of Directors may from time to time move the registered office to any other address in Florida. The

name of the initial registered agent of this Corporation at that address is John Leslie Sherman. The Board of Directors may from time to time designate a new registered agent.

ARTICLE VI - INCORPORATOR

The name and address of the incorporator of this Corporation is:

Name

Address

John Leslie Sherman

9179 Montevello Drive
Orlando, Florida 32818

ARTICLE VII - INITIAL BOARD OF DIRECTORS

A. The initial number of directors of this Corporation shall be one (1).

B. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of this Corporation, but shall never be less than one (1).

C. The names and addresses of the initial members of the Board of Directors, who shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, are:

Name

Address

John Leslie Sherman

9179 Montevello Drive
Orlando, Florida 32818

ARTICLE VIII - INDEMNIFICATION

This Corporation may indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these
Articles of Incorporation at Orlando, Florida, this 18th day of August, 2000.

John Leslie Sherman
John Leslie Sherman

Having been named as registered agent for the above mentioned Corporation, at the place designated in the foregoing Articles of Incorporation, I hereby accept such designation and agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of, Section 607.0505 of the Florida Statutes.

Signature: John Leslie Sherman
John Leslie Sherman
Date: August _____, 2000