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Florida Department of State  
Division of Corporations  
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## To:

Division of Corporations  
Fax Number : (850) 922-4001

## From:

Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 541-3694  
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## FLORIDA PROFIT CORPORATION OR P.A.

t'd off golf, inc.

Certificate of Status	0
Certified Copy	1
Page Count	065
Estimated Charge	\$78.75

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TALLAHASSEE, FLORIDA

B. McKnight MAR 12 2001

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ARTICLES OF INCORPORATION

OF

T' D OFF GOLF, INC.

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the Florida General Corporation Act.

ARTICLE I

The name of this Corporation shall be:

T' D OFF GOLF, INC.

ARTICLE II

GENERAL NATURE OF BUSINESS

The general purpose of which this Corporation is organized shall be to engage in any Lawful activity or to transact any lawful business for which a corporation may be Incorporated under the Florida General Corporation Act.

ARTICLE III

AUTHORIZED SHARES

The total authorized capital stock of this Corporation shall consists of 5,000 Shares of Common Stock, par value \$.01 per share.

Prepared by: Raymond M. DiRocco  
DiRocco & Dombrow, P.A.  
3601 W. Commercial Blvd. #39  
Ft. Lauderdale, FL 33309

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**ARTICLE IV**

**CAPITAL TO BEGIN BUSINESS**

The amount of capital with which this corporation shall begin business shall be determined by the initial Board of Directors.

**ARTICLE V**

**TERM OF EXISTENCE**

This Corporation shall exist perpetually.

**ARTICLE VI**

**ADDRESS OF REGISTERED OFFICE IN THIS STATE**

The street address of the initial registered office of this Corporation in the State of Florida is:

4844 NW 91<sup>ST</sup> WAY  
CORAL SPRINGS, FL 33067

And the initial registered agent of this Corporation at that address shall be:

BART K. GERSHENBAUM

**ARTICLE VII**

**NUMBER OF DIRECTORS**

This Corporation shall have not less than one (1) Director.

**ARTICLE VIII**

The Directors of this Corporation are:

BART K. GERSHENBAUM, PRESIDENT  
ANTHONY J. MASSIMINO, VICE PRESIDENT

**ARTICLE IX**

**INITIAL BOARD OF DIRECTORS**

The name and address of the initial member of the Board of Directors is:

BART K. GERSHENBAUM/ ANTHONY J. MASSIMINO  
4844 NW 91<sup>st</sup> WAY  
CORAL SPRINGS, FL 33067

**ARTICLE X**

The name and street address of the person signing these Articles of Incorporation is:

BART K. GERSHENBAUM/ ANTHONY J. MASSIMINO  
4844 NW 91<sup>st</sup> WAY  
CORAL SPRINGS, FL 33067

**ARTICLE XI**

The street address of the principal place of business is:

4844 NW 91<sup>st</sup> WAY  
CORAL SPRINGS, FL 33067

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In Witness Whereof, I have hereunto subscribed my hand and seal

This 7 day of March 2001.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Bart G. Lene

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THE UNDERSIGNED, named as the registered agent in the Article VI of these Articles of Incorporation hereby consents to act as such registered agent.

Bart G. Lene

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