

CARS  
103 N. MERIDIAN STREET, LOWER LEVEL  
TALLAHASSEE, FL 32301  
222-1173

FILING COVER SHEET  
ACCT. #FCA-14

P01000047475

CONTACT: CINDY HICKS

DATE: 5-11-01

REF. #: 0409.16021

CORP. NAME: POLARIS GOLF SYSTEMS, INC.

FILED  
01 MAY 11 PM 2:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

- ☒ ARTICLES OF INCORPORATION
- ☐ ARTICLES OF AMENDMENT
- ☐ ARTICLES OF DISSOLUTION
- ☐ ANNUAL REPORT
- ☐ TRADEMARK/SERVICE MARK
- ☐ FICTITIOUS NAME
- ☐ FOREIGN QUALIFICATION
- ☐ LIMITED PARTNERSHIP
- ☐ LIMITED LIABILITY
- ☐ REINSTATEMENT
- ☐ MERGER
- ☐ WITHDRAWAL
- ☐ CERTIFICATE OF CANCELLATION
- ☐ UCC-1
- ☐ UCC-3
- ☐ OTHER:

STATE FEES PREPAID WITH CHECK# 15188 FOR \$ 78.75

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

COST LIMIT: \$

PLEASE RETURN:

- ☒ CERTIFIED COPY
- ☐ CERTIFICATE OF GOOD STANDING
- ☐ PLAIN STAMPED COPY
- ☐ CERTIFICATE OF STATUS

100004212051--8  
-05/11/01--01086--015  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Examiner's Initials

J. BRYAN MAY 11 2001

**ARTICLES OF INCORPORATION**  
**OF**  
**POLARIS GOLF SYSTEMS, INC.**

**FILED**  
01 MAY 11 PM 2:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation for profit, pursuant to the provisions of the Florida Business Corporation Act:

**ARTICLE 1**

**NAME**

The name of the corporation is POLARIS GOLF SYSTEMS, INC. (hereinafter called the "Corporation").

**ARTICLE 2**

**PRINCIPAL OFFICE AND MAILING ADDRESS**

The street address of the initial principal office and the mailing address of the corporation is 1126 Grand Cay Drive, Palm Beach Gardens, Florida 33418.

**ARTICLE 3**

**AUTHORIZED SHARES**

The number of shares that the Corporation is authorized to issue is:

<b><u>Number of Shares</u></b> <b><u>Authorized</u></b>	<b><u>Par Value</u></b> <b><u>Per Share</u></b>	<b><u>Class of</u></b> <b><u>Stock</u></b>
1,000	\$ 0.01	Common

**ARTICLE 4**

**REGISTERED OFFICE AND AGENT**

The street address of the Corporation's initial registered office is 103 N. Meridian Street, Lower Level, Tallahassee, Florida 32301, and the name of its initial registered agent at that office is CorpDirect Agents.

**RECEIVED**  
DEPARTMENT OF STATE  
CORPORATION  
2001 MAY 11 AM 11:12  
TALLAHASSEE, FLORIDA  
OFFICE OF THE  
CLERK OF THE  
SUPREME COURT

## **ARTICLE 5**

### **INCORPORATOR**

The name of the Incorporator is Martin Kalb and the address of the Incorporator is c/o Akerman Senterfitt & Eidson, P.A., One S.E. Third Avenue, Miami, Florida 33131.

## **ARTICLE 6**

### **INITIAL DIRECTOR**

The name and address of the individual who is to serve as the sole initial director of the Corporation is:

Tyce M. Fitzmorris  
1126 Grand Cay Drive  
Palm Beach Gardens, Florida 33418

## **ARTICLE 7**

### **INDEMNIFICATION OF OFFICERS AND DIRECTORS**

The Corporation shall indemnify and advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

## **ARTICLE 8**

### **SPECIAL MEETINGS OF SHAREHOLDERS**

The Corporation shall hold a special meeting of shareholders only (i) on call of the Board of Directors or persons authorized to do so by the Corporation's bylaws or (ii) if the holders of not less than 50 percent of the Corporation's shares entitled to vote on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

## **ARTICLE 9**

### **BYLAWS**

The Board of Directors of the Corporation shall have the power to adopt, amend or repeal the bylaws of the Corporation.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act, has signed these Articles of Incorporation this 9<sup>th</sup> day of May, 2001.

Martin Kalb  
Martin Kalb, Incorporator

**CONSENT OF REGISTERED AGENT  
OF  
POLARIS GOLF SYSTEMS, INC.**

The undersigned, CorpDirect Agents, whose business address is 103 N. Meridian Street, Lower Level, Tallahassee, Florida 32301, hereby accepts appointment as the initial registered agent of POLARIS GOLF SYSTEMS, INC., a Florida corporation, and accepts the obligations provided for in Section 607.0505 of Florida Statutes.

Cynthia A. Hicks  
CORPDIRECT AGENTS, Registered Agent  
Cyntia A. Hicks, as its agent

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01 MAY 11 PM 2:06  
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