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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 450505 7205359

AUTHORIZATION :

COST LIMIT : \$ 70.00

*Patricia P. Husbands*

ORDER DATE : March 11, 2002

ORDER TIME : 12:31 PM

ORDER NO. : 450505-005

CUSTOMER NO: 7205359

CUSTOMER: Patricia S. Husbands, Esq  
Patricia S. Husbands, Esq.

800005081078--9

Suite B  
14150 6th Street  
Dade City, FL 33525

DOMESTIC FILING

NAME: DOLLAR GOLF, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP  
       ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson - EXT. 1155

EXAMINER'S INITIALS: \_\_\_\_\_

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02 MAR 11 PM 1:52

J. BRYAN MAR 11 2002

**ARTICLES OF INCORPORATION**  
**OF**  
**DOLLAR GOLF, INC.**

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**ARTICLE I - NAME and PRINCIPAL PLACE OF BUSINESS**

The name of this corporation is **DOLLAR GOLF, INC.**, and its principal place of business shall be located at 36442 Laurel Lane, Dade City, Florida 33525.

**ARTICLE II - DURATION**

This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State.

**ARTICLE III - PURPOSE**

This corporation is organized for the following purposes:

(a) To own and operate Golf Courses, and the doing of any and all other business incidental thereto, or connected therewith, and the doing and performing of any and all acts or things necessary, proper, or convenient for or incidental to the furtherance or the carrying out of the powers or purposes herein mentioned.

(b) To engage in any other business or economic pursuit not prohibited by the laws of the State of Florida.

(c) To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the powers enumerated

in these Articles of Incorporation necessary or incidental to the protection and benefit of the corporation, and in general, either alone or in association with others, to carry on any lawful business necessary or incidental to the accomplishment of the purposes or objects of the corporation, whether or not such business is similar in nature to the purposes and objects set forth in these Articles of Incorporation.

The foregoing paragraphs shall be construed as enumerating both objects and powers of the corporation; and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this corporation.

#### **ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue five thousand (5,000) shares of common stock at **One and No/100 Dollar (\$1.00)** par value. The whole or any part of the capital stock of this corporation shall be payable in cash, property, labor, or services at a just valuation to be fixed by the Directors. Property or labor may also be purchased with the capital stock at such valuation as may be fixed by the Directors.

#### **ARTICLE V - PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

## ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 36443 Laurel Lane, Dade City, Florida 33525, and the name of the initial registered agent of this corporation at that address is Gerald L. Marcum.

## ARTICLE VII - DIRECTORS

Initially, this corporation shall have one (1) Director who shall serve until his successor shall be elected/appointed at the first meeting of the stockholders and thereafter this corporation shall have no less than one (1) director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The name and address of the initial director is as follows:

Name

Address

**GERALD L. MARCUM**

36442 Laurel Lane  
Dade City, FL 33525

## ARTICLE VIII - OFFICERS

The name and address of the initial officer of the corporation, who shall serve until his successors shall be elected or appointed, are:

Name

Address

**GERALD L. MARCUM**  
President

36442 Laurel Lane  
Dade City, FL 33525

#### **ARTICLE IX - INCORPORATOR**

The name and address of the Incorporator signing these articles is:

Name

Address

**GERALD L. MARCUM**

36442 Laurel Lane  
Dade City, FL 33525

#### **ARTICLE X - INDEMNIFICATION**

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law. No officer or director shall be personally liable for monetary damages to the corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management or policy, unless that officer or director breached or failed to perform his duties as an officer or director as provided §607.0831, Florida Statutes (1990).

#### **ARTICLE XI - AMENDMENT**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation. Articles may be amended at any time by a majority vote of the shareholders.

#### **ARTICLE XII - BYLAWS**

The power to adopt, alter, amend, or repeal Bylaws shall be vested in the Board of Directors and the shareholders.

### ARTICLE XIII - DISSOLUTION

The corporation may be dissolved at any time (1) by unanimous written consent of the shareholders; or (2) on the affirmative vote of the holders of at least three fourths of the outstanding shares of the corporation entitled to vote. On dissolution, the corporate property and assets shall, after payment of all debts to the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by the shareholder.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on the date of signing.

Dated: March 8, 2002

By: Gerald L. Marcum  
**GERALD L. MARCUM**  
Incorporator

Witnesses:

Patricia S. Husbands.

Annie-Brooks Sumner

STATE OF FLORIDA  
COUNTY OF PASCO

This day personally appeared before me, an officer duly qualified to take acknowledgments, **GERALD L. MARCUM**, who executed the foregoing instrument and acknowledged before me that he executed the same. Said person is personally known to me. Witness my hand and official seal in the County and State last aforesaid this 8th day of March, 2002.

SHARON B. SUMNER  
Notary Public, State of Florida  
My comm. exp. July 19, 2005  
Comm. No. DD 43428


Sharon B. Sumner

**CERTIFICATE DESIGNATING PLACE AND NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that *Dollar Golf, Inc.*, desiring to organize or qualify under the laws of the State of Florida, has named **Gerald L. Marcum**, located at 36442 Laurel Lane, Dade City, FL 33525, as its agent to accept service of process within Florida.

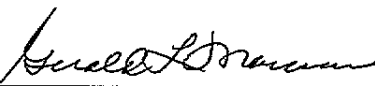
Dated: March 8, 2002.

By:   
**GERALD L. MARCUM**  
Incorporator

**ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT**

Having been named as registered agent 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. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: March 8, 2002.

By:   
**GERALD L. MARCUM**  
Registered Agent

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