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Of Counsel:
Nicholas E. Karatinos (727) 328-1650

March 7, 2002

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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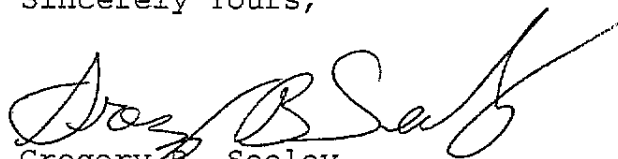
RE: ALLIGATOR GOLF BALLS, INC.

To whom it may concern:

Enclosed please find the original and one copy of Articles of Incorporation for the above-referenced corporation, and an Acceptance by Registered Agent, along with a check made out in the amount of \$78.75 for your fee.

Please file the articles and return the Certificate and charter to me at the address on the letterhead of this letter. Should you have any questions, please contact me at that same address or the above telephone number.

Sincerely Yours,


Gregory B. Seeley
Attorney for Incorporator

GBS/gh
Enclosures: (as stated above)
cc: File, Client

02 MAR 13 AM 9:05
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DIVISION OF CORPORATIONS

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**ARTICLES OF INCORPORATION
OF
ALLIGATOR GOLF BALLS, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 MAR 13 AM 9:05

The undersigned incorporator, a natural person and competent to contract for purposes of forming a corporation under the laws of the State of Florida, adopts the following Articles of Incorporation for said corporation.

ARTICLE I: NAME

The name of the Corporation shall be ALLIGATOR GOLF BALLS, INC.
117 - 35th Avenue North, St. Petersburg, FL 33704;

ARTICLE II: PURPOSE

The purpose for which this corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE III: DURATION

This corporation shall have perpetual existence.

ARTICLE IV: CAPITAL STOCKS

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 1,000 shares with no par value.

ARTICLE V: REGISTERED OFFICE

The initial Registered Office of the corporation in Florida is 117 - 35th Avenue North, St. Petersburg, Florida 33704.

ARTICLE VI: REGISTERED AGENT

The initial Registered Agent of the corporation is Richard Synek at 117 - 35th Avenue North, St. Petersburg, Florida 33704.

ARTICLE VII: INCORPORATORS


The names and addresses of the Incorporators are:

President: Richard Synek, 117 - 35th Avenue North, St. Petersburg, FL 33704; and
Secretary: Richard Synek, 117 - 35th Avenue North, St. Petersburg, FL 33704;

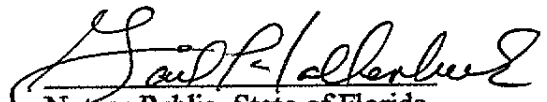
ARTICLE VIII: DIRECTORS

Corporate business shall be managed by the shareholders of the corporation, rather than by a board of directors.

IN WITNESS WHEREOF the Incorporators have hereunto set their hands on this 11th day of March, 2002.


RICHARD SYNEK
Incorporator

Richard Synek, who is either personally known to me or has produced a driver's license as identification, appeared and signed these Articles of Incorporation on this 11th day of March, 2002.


Notary Public, State of Florida

My Commission Expires:



ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the designation and position of REGISTERED AGENT for ALLIGATOR GOLF BALLS, INC., on this 7th day of March, 2002.

WITNESSES:

Michelle Kautins
Doreen B. Seif

Richard Synek
Richard Synek
Registered Agent

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 MAR 13 AM 9:05

STATE OF FLORIDA)
 :
COUNTY OF PINELLAS)

BEFORE ME, the undersigned authority, personally appeared Richard Synek, to me well known to be the person described in and who executed the foregoing Articles of Incorporation as Registered Agent, and acknowledged before me that he executed same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal, this 7th day of March, 2002.



Gail Holberbeck
Notary Public, State of Florida

My Commission Expires:

