

P02000074575

Mr. & Mrs. Ken Levine
4930 Augusta Ave.
Oldsmar, FL 34677

City/State/Zip

Phone #

700006233667-5
-07/05/02-01087-007
*****70.00 *****70.00

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Benejitgolf, Inc.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☐ Walk in

☐ Pick up time

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

AMENDMENTS

- ☐ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

CR2E031(7/97)

n/p

Examiner's Initials

FILED
02 JUL -5 PM 3:54
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

BENEFITGOLF, INC.

ARTICLE I

NAME

The name of this corporation is BenefitGolf, Inc.

ARTICLE II

DURATION: EFFECTIVE DATE

This corporation shall exist perpetually, commencing as a filing of these Articles.

ARTICLE III

PURPOSES

This corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue Ten Thousand (10,000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE V

REGISTERED OFFICE AND REGISTERED AGENT

The name of the initial Registered Agent of this corporation and the street address of the initial Registered Office are as follows:

Ken Levine
4930 Augusta Avenue
Oldsmar, Florida 34677

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TALLAHASSEE FLORIDA

The mailing address of the corporation is:

4930 Augusta Avenue
Oldsmar, Florida 34677

The street address of the principal office of the corporation in this State will be:

4930 Augusta Avenue
Oldsmar, Florida 34677

The board of directors may from time to time move the principal office to any other address in Florida, and the corporation may have other offices, agencies, and branches at such place as may be determined by the Board of Directors.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of the director may be either increased or decreased from time to time as provided in the Bylaws but shall never be less than one (1). The name and address of the initial director of this corporation is:

Ken Levine

4930 Augusta Avenue
Oldsmar, Florida 34677

ARTICLE VII

INCORPORATOR

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

Ken Levine
4930 Augusta Avenue
Oldsmar, Florida 34677

ARTICLE VIII

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE IX

BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The powers to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the Shareholders.

ARTICLE X

STOCK TRANSFER AGREEMENTS

If all, or any, of the shareholders or substances to stock of the corporation shall enter into any agreement between themselves, or with the corporation or third persons, abridging, limiting, restricting, or changing the rights or interest of any one or more of the shareholders or subscribed to sell, assign, transfer, mortgage, pledge, hypothecate or transfer on the books of the corporation except in accordance with the terms and provisions of the agreement. If the agreement so provides the certificates of stock shall be registered so that shares standing in the name of any person as pledgee, trustee, or other fiduciary may be voted in person or by proxy, and without proof of authority.

ARTICLE XI

INFORMAL SHAREHOLDER ACTION

The holders of not less than a majority of the issued and outstanding shares of the corporation may act by written agreement without a meeting, as provided in the Florida Statutes and the Bylaws.

ARTICLE XII

CUMULATIVE VOTING

At each election of directors, every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplies by the number of his shares or by distributing such votes on the same principle among any number of such candidates.

ARTICLE XIII

PREEMPTIVE RIGHTS

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of

shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation stating the prices, terms and conditions of the issue of shares and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

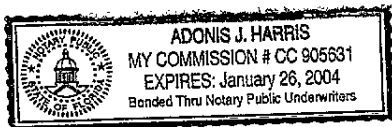
IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation this 1 day of July, 2002.



Ken Levine

INCORPORATOR

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing Articles of Incorporation were sworn to and acknowledged before me this 1 day of JULY, 2002, by KEN LEVINE who is personally known to me or who has produced FL DRIVER'S LICENSE as identification and did/did not take an oath.

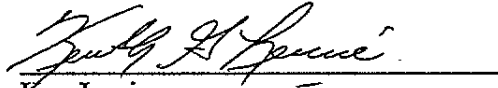


 (SEAL)
Notary Public
STATE OF FLORIDA

My Commission Expires:

ACCEPTANCE AND ACKNOWLEDGEMENT

I hereby accept to act as registered agent of BenefitGolf, Inc. and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and am familiar and accept the obligations of Florida Statutes Section 617.023.



Ken Levine
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Oldsmar, FL 34677

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