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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 723164 80473A

AUTHORIZATION : Patricia Pizito

COST LIMIT : \$ 78.75

ORDER DATE : August 28, 2002

ORDER TIME : 9:46 AM

ORDER NO. : 723164-005

CUSTOMER NO: 80473A

CUSTOMER: Ms. Kristen Carpenter  
Bill T. Smith, Jr., P.a.

Suite 402  
980 North Federal Highway  
Boca Raton, FL 33432

RECEIVED  
02 AUG 28 AM 11:44  
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: TNT WEDGE, INC.

EFFECTIVE DATE:

400007393634--2

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

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

OB 8/38

**ARTICLES OF INCORPORATION  
OF  
TNT WEDGE, INC.**

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**ARTICLE 1**

NAME

The name of this Corporation is TNT WEDGE, INC.

**ARTICLE 2**

PRINCIPAL PLACE OF BUSINESS and MAILING ADDRESS

The principal place of business and mailing address of this Corporation shall be TNT WEDGE, INC. c/o Bill T. Smith, Jr. P.A. 980 N. Federal Highway, Suite 402, Boca Raton, Florida 33432.

**ARTICLE 3**

OFFICERS

President: Thomas Hollinshead

Vice President: Thomas R. Vuicich

Secretary: Thomas R. Vuicich

Treasurer: Thomas R. Vuicich

**ARTICLE 4**

PURPOSES AND POWERS

This Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida, including but not limited to sales operation of a business relating to golf and/or golf equipment.

**ARTICLE 5**

CAPITAL STOCK

The aggregate number of shares which this Corporation shall have authority to issue is One Hundred Thousand (100,000) shares of Common Stock, having a par value of ONE DOLLAR (\$1.00) per share, which shares of Common Stock, as a class, shall have unlimited voting rights and are entitled to receive the net assets of this Corporation upon dissolution.

## **ARTICLE 6**

### **PRE-EMPTIVE RIGHTS**

The Corporation elects to have pre-emptive rights and every stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, 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 7**

### **INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation shall be 980 N. Federal Highway, Suite 402, Boca Raton, Florida 33432, and the name of the initial registered agent of this Corporation at that address is Bill T. Smith, Jr.

## **ARTICLE 8**

### **INCORPORATOR**

The name and address of the person signing these Articles of Incorporation, the Incorporator, is Bill T. Smith, Jr., 980 N. Federal Highway, Suite 402, Boca Raton, Florida 33432.

## **ARTICLE 9**

### **AMENDMENT**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, as provided by law.

## **ARTICLE 10**

### **INDEMNIFICATION**

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

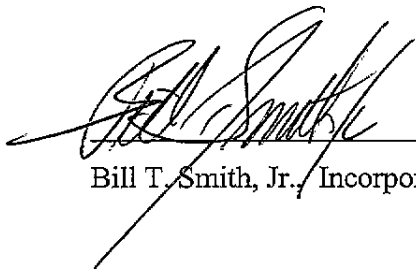
## **ARTICLE 11**

### **MEETINGS BY TELECONFERENCING**

Any and all meetings of the Directors or officers may be attended in person or by telephone or other

form of electronic conferencing.

The undersigned Incorporator has executed these Articles of Incorporation this 27<sup>th</sup> day of August, 2002.



Bill T. Smith, Jr., Incorporator

DESIGNATION OF REGISTERED AGENT

FOR

TNT WEDGE, INC.

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TALLAHASSEE, FLORIDA

Pursuant to Section 607.0505, Florida Statutes, the following is submitted: JKG Entertainment, Inc., desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation, has named, Bill T. Smith, Jr., whose address is 980 N. Federal Highway, Suite 402, Boca Raton, Florida 33432, as its registered agent for service of process within this State.

ACKNOWLEDGMENT:

Having been named 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, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligations as set forth in Section 607.0505, Florida Statutes.

  
BILL T. SMITH, JR.