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### ALBERT J. STOPKA, III, P.A.

#### ATTORNEY AT LAW

P. O. Box 300 108 MosLey Drive LYNN HAVEN, FL 32444

TELEPHONE: (850) 785-6600

FACSIMILE; (850) 872-9158

October 29, 2002

Secretary of State Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399

RE:

Par For The Course Management, Inc.

Our File No. 625.1

To Whom It May Concern:

Enclosed please find the original and one copy of the Articles of Incorporation of the above referenced corporation, together with our firm's check in the amount of \$78.75 for payment of the following costs:

Filing Fees	\$ 35.00
Registered Agent Designation	\$ 35.00
Certified Copy	\$ 8.75
<del>-</del> -	\$ 78.75

Please file these Articles upon receipt and return a certified copy to us.

Thank you for your assistance with this matter. If there are any questions, please do not hesitate to give me a call

Sincerely,

ALBERT J. STOPKA, III, P.A.

Mary Boyd, Legal Assistant to

Albert J. Stopka, III

mb Enclosure(s)

SECRETARY OF STATE TALLAHASSEE, FLORIDA

02 OCT 30 PM 3: 36

ARTICLES OF INCORPORATION

OF ..

#### PAR FOR THE COURSE MANAGEMENT, INC.

The undersigned, acting as incorporator of a Corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

#### ARTICLE I - NAME AND ADDRESS

The name of this corporation is PAR FOR THE COURSE MANAGEMENT, INC., and the street address of the initial principal office is 301 Fairway Blvd., Panama City Beach, Florida 32407 and its mailing address is 301 Fairway Blvd., Panama City Beach, Florida 32407.

#### ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

#### ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of One Dollar (\$1.00) par value of common stock, which shall be designated "Common Shares".

#### ARTICLE IV - REGISTERED AGENT AND OFFICE ADDRESS

The name of the initial registered agent is ALBERT J. STOPKA, III, P.A., whose street address is 108 Mosley Drive, Lynn Haven, Florida 32444.

#### ARTICLE V - MANAGEMENT BY SHAREHOLDERS

The business of this corporation shall be managed by its shareholders rather than a Board of Directors. In the management of the business of this corporation, the act of the shareholders representing the majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall be the act of the shareholders, except as otherwise provided for in any Shareholders' Agreement entered into. Each shareholder shall be entitled to one vote in person, or by proxy, for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall constitute a quorum at any meeting of the shareholders for the management of the business corporation.

#### ARTICLE VI - INDEMNIFICATION

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

#### ARTICLE VII - TERM OF EXISTENCE

This corporation is to exist\_perpetually.

#### ARTICLE VIII - INCORPORATOR

The name of the person signing these Articles is Samuel W. Floyd, whose address is 301 Fairway Blvd., Panama City Beach, Florida 32407.

IN WITNESS WHEREOF, the undersigned subscriber has

executed these Articles of Incorpo	ration this 29 day of Octo
, 2002.	
	Samuel W. Floyd
STATE OF FLORIDA COUNTY OF BAY	<u>-</u>
The foregoing Articles of Inc. MANAGEMENT, INC. was acknowledged October, 2002, by SAMUEL W. applicable box)	
is personally known to me.  produced a current Florida dri produced	ver's license as identification.
(SEAL)	Notary Public Commission # My Commission Expires:





## ACCEPTANCE OF DESIGNATION OF REGISTERED AGENTOCT 30 PM 3: 36

OF

#### PAR FOR THE COURSE MANAGEMENT, INC.

Having been named to accept service of process for the abovenamed corporation, at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of the Florida General Corporation Act relative to keeping open said office.

Dated this 29th day of October, 2002.

ALBERT J. STOPKA III, P.A

Albert J. Stopka, III, President Registered Agent

(Corporate Seal)