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LAW OFFICES
THOMAS L. STEPHAN
251 MAITLAND AVENUE
SUITE 302
ALTAMONTE SPRINGS, FLORIDA 32701
(407) 767-5522
FACSIMILE (407) 767-9228

July 2, 2003

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

RE: Articles of Incorporation for Randy's Pro Shop, Inc.

Dear Sirs,

Enclosed please find the original Articles of Incorporation for Randy's Pro Shop, Inc. for filing with Secretary of State of Florida, together with my check in the amount of \$70.00 representing the filing fee.

Please return a copy of the Articles of Incorporation indicating the charter number assigned to the corporation to my office after filing the same.

Thank you for your assistance in this matter.

Sincerely,

Thomas L. Stephan

TLS/pc Enc.

ED

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ARTICLES OF INCORPORATION

OF

SECREMANY OF STATE TALLAHASSEE, FLORIDA

RANDY'S PRO SHOP, INC.

ARTICLE I. NAME

The name of the corporation shall a RANDY'S PRO SHOP, INC.

ARTICLE II. DURATION.

This corporation shall exist perpetually.

ARTICLE III, PURPOSE.

The purpose of the corporation shall be for the purpose of the transaction of any other lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of common stock of a par value of Ten Cents (\$0.10) per share and the consideration to be paid for each share shall be fixed by the Board of Directors.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT AND MAILING ADDRESS

The street address of the initial registered office of this corporation 190 East Airport Blvd., Sanford, FL 32773 and the name of the Registered Agent of this corporation at that address is RANDY LITMAN, and the mailing address for this corporation is 190 East Airport Blvd., Sanford, FL 32773.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) directors initially. The number of directors may be ither increased or diminished from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial director of this corporation is as follows:

RANDY LITMAN, President, 190 EAST AIRPORT BLVD. SANFORD, FL 32773 ARTICLE VII. INITIAL OFFICERS

RANDY LITMAN, President 190 EAST AIRPORT BLVD. SANFORD, FL 32773

NEIL T. RUSSO, Vice President, Secretary, Treasurer 190 EAST AIRPORT BLVD. SANFORD, FL 32773

ARTICLE VIII. AMENDMENT.

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendments hereto and any right conferred upon the shareholders is subject to this transaction.

ARTICLE IX. INCORPORATOR.

The Incorporator of these Articles of Incorporation and his name and address is as follows: RANDY LITMAN and his address is 190 EAST AIRPORT BLVD., SANFORD, FL 32773.

ARTICLE X. PRINCIPAL PLACE OF BUSINESS.

The address for the principal place of business of RANDY'S PRO SHOP, INC. is 190 EAST AIRPORT BLVD., SANFORD, FL 32773.

IN WITNESS WHEREOF, the undersigned Incorporator and Officers and Directors have executed these Articles of Incorporation this 2003.

RANDY LITMAN

STATE OF FLORIDA COUNTY OF SEMINOLE

BEFORE ME, the undersigned authority, personally appeared, RANDY LITMAN, who is PERSONALLY KNOWN TO ME AND WHO DID TAKE AN OATH, and who, after being by me first duly sworn, deposes and says that she is the Incorporator, an Officer and Director in the

foregoing Articles of Incorporation and that he executed same for that purpose and the statements contained therein are true.

WITNESS my hand and official seal this 2 day of July, 2003.

Notary Public My Commission Expires:

Patricia Cento

My Commission CC900752

Expires January 09 2004

ACCEPTANCE OF REGISTERED AGENT.

HAVING BEEN NAMED as Registered Agent to accept service of process of RANDY LITMAN, and the registered office address is 190 EAST AIRPORT BLVD., SANFORD, FL 32773 and the mailing address for said corporation is 190 EAST AIRPORT BLVD., SANFORD, FL 32773 as designated by the corporation and I hereby accept and agree to act in this capacity and to comply with the provisions of said act relative to keeping said office open.

DATED this 22 day of _____

2003.

RANDY IZITMAN Registered Agent

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SECRETARY OF STATE