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FLORIDA PROFIT CORPORATION OR P.A.

back nine golf & apparel, inc.

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9/01/03

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ARTICLES OF INCORPORATION
OF
BACK NINE GOLF & APPAREL, INC.

SECRETARY OF STATE
TALLAHASSEE FLORIDA

(4)

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation ("Corporation") is BACK NINE GOLF & APPAREL, INC.

ARTICLE II

The existence of the Corporation shall begin on 9/1/03.

ARTICLE III

The street address of the principal office of the Corporation is 8085 McNab Road, Tamarac, FL 33319.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 100, par value \$.01 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial registered agent for the Corporation is RANDY M. GOLDBERG, P.A. whose street address is 1101 SW 71ST AVE. PLANTATION, FL 33317.

ARTICLE VI

The initial board of directors shall consist of two (2) members. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The names and addresses of the persons who will serve on the initial board of directors are:

FRANK CALLAHAN
8085 McNab Road, Tamarac, FL 33319

BOB PIANA
8085 McNab Road, Tamarac, FL 33319

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ARTICLE VII

The names and street addresses of the persons signing these articles of incorporation are:

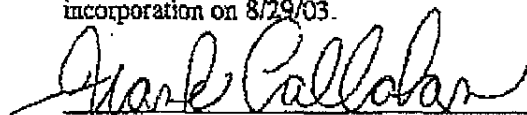
FRANK CALLAHAN
8085 McNab Road, Tamarac, FL 33319

BOB PIANA
8085 McNab Road, Tamarac, FL 33319

ARTICLE VIII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation on 8/29/03.


FRANK CALLAHAN



BOB PIANA

TOTAL P.04

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ACCEPTANCE OF REGISTERED AGENT
RANDY M. GOLDBERG, ESQUIRE

Having been named to accept service of process for BACK NINE GOLF & APPAREL, INC. at the place designated in the articles of incorporation, I, the undersigned am familiar with and accept the duties and responsibilities as Registered Agent.


RANDY M. GOLDBERG, ESQUIRE

Date: 9/4/03

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TALLAHASSEE FLORIDA

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