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MICHAEL MALISZEWSKI, P.A. ATTORNEYS AT LAW

27 E. OCEAN BOULEVARD STUART, FLORIDA 34994 (772) 223-7010 (772) 287-0879 FAX

MICHAEL MALISZEWSKI, ESO. CHARLES GEARY, OF COUNSEL

September 30, 2003

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

Re: Corporate Filing for ABJ GOLF SALES, Inc.

Dear Madam/Sir:

Enclosed, please find the original of the Articles of Incorporation and Registered Agent Acceptance forms for ABJ GOLF SALES, Inc., a new Florida for profit corporation.

Also find my check number $\frac{1937}{70.00}$, for the State's corporate filing fee in the amount of $\frac{70.00}{100}$. Please return the filing acceptance statement to my office in the enclosed self-addressed stamped envelope.

Feel free to call me if there are any questions. Thank you in advance for your assistance with this matter.

Cordially,

Michael Maliszewski, Esq.

Michal Mad

/dk Enclosures

ARTICLES OF INCORPORATION

OF

ABJ GOLF SALES, INC.

The undersigned incorporator, for the purpose of corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation is: ABJ GOLF SALES, Inc.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1837 South Federal Highway #600 Stuart, Florida 34994

ARTICLE III. DURATION

The term of existence of the corporation is perpetual.

ARTICLE IV. PURPOSE

The purpose for which the corporation is organized is to transact any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE V. CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to have outstanding at any one time is ONE THOUSAND (1,000) shares, all of which shall be common shares with par value of One Dollar (\$1.00) for each share.

ARTICLE VI. GRANT OF PREEMPTIVE RIGHTS

Each common shareholder of the corporation shall be entitled to full preemptive rights to acquire his or her proportional part of any unissued or treasury shares of the corporation, or securities of the corporation convertible into or carrying a right to subscribe to or acquire shares, that may be issued at any time by the corporation.

ARTICLE VII. REGISTERED AGENT & OFFICE

The name and address of the initial registered agent is:
Arlen Bento
1837 South Federal Highway
#600
Stuart, Florida 34994

ARTICLE VIII. INCORPORATOR(S)

The name and address of the incorporator is:
Arlen Bento
1837 South Federal Highway
#600
Stuart, Florida 34994

ARTICLE IX. INITIAL DIRECTOR

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

Arlen Bento 1837 South Federal Highway #600 Stuart, Florida 34994

IN WITNESS WHEREOF, I have subscribed my name this 30744 day of September30, 2003.

Arlen Bento, Incorporator

STATE OF FLORIDA)
COUNTY OF MARTIN)

On this day personally appeared before me, the undersigned authority, Arlen Bento, who is personally known to me or who produced a <u>FL driver's license</u> as identification, and did not take an oath.

WITNESS my hand and official seal in the above-named County and State this 30 day of <u>September</u>, 2003.

(Seal)

Notary Public, Seal of Florida My Commission Expires: 07/28/2002



ACCEPTANCE OF REGISTERED AGENT

FOR

ABJ GOLF SALES, INC.

PURSUANT TO THE PROVISIONS OF FS \$607.0501 or FS \$617.0501, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1. The name of the corporation is: ABJ GOLF SALES, Inc.
- 2. The name and address of the registered agent and office is:

Arlen Bento 1837 South Federal Highway #600 Stuart, Florida 34994

I, Arlen Bento, having been named to accept service of process, for the above-stated corporation at the place designated in the foregoing Articles of Incorporation, hereby agree to act in that capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated this 3074 day of September, 2003.

REGISTERED AGENT:

Arlen Bento

1837 South Federal Highway

#600

Stuart, Florida 34994

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