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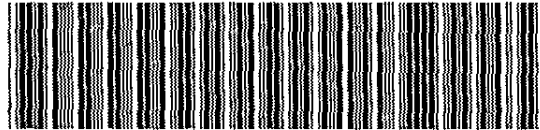
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2004 FEB 21 P 12:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 462530 11405A

AUTHORIZATION :

*Petricia Fyfe*

COST LIMIT : \$ 78.75

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ORDER DATE : February 27, 2004

ORDER TIME : 10:04 AM

ORDER NO. : 462530-005

CUSTOMER NO: 11405A

CUSTOMER: Ms. Debra Cline  
Peterson & Myers, P.a.

P.o. Drawer 7608

Winter Haven, FL 33883-7608  
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DOMESTIC FILING

NAME: GOLF CADDY'S MAGIC WAND, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP  
       ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward - EXT. 2935

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

**ARTICLES OF INCORPORATION**  
**OF**  
**GOLF CADDY'S MAGIC WAND, INC.**

FILED  
2004 FEB 27 P 2:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned execute these Articles of Incorporation for the purpose of forming a body corporate under the laws of the State of Florida, providing for the formation and management, liabilities and immunities of corporations, the provisions of which law are hereby accepted, and the following proposed Articles of Incorporation are adopted, for which this Certificate is made.

**ARTICLE I**  
**NAME**

The name of the corporation shall be **GOLF CADDY'S MAGIC WAND, INC.**

**ARTICLE II**  
**PRINCIPAL OFFICE**

The general office and place of business of the corporation shall be 141 5<sup>th</sup> Street NW, Winter Haven, FL 33881. The Directors shall have the right to change the location of said general office and principal place of business to any other point deemed advisable and branch offices and places of business may be established at any and all points deemed advisable by the Board of Directors.

**ARTICLE III**  
**DURATION**

The duration of the corporation shall be perpetual unless sooner terminated under the laws of the State of Florida.

**ARTICLE IV**  
**PURPOSE AND POWERS**

The corporation may engage in any activity, business or service permitted under the laws of the United States and/or the State of Florida, any and all activities customarily engaged in by corporations under the laws of the State of Florida in the marketing, manufacturing, fabricating, assembling, sale, exchange and the furnishing of goods, wares, merchandise and services for profit, including but not limited to performing services in connection with construction, sale, exchange and development of real estate and personal property of every nature and kind, except that this corporation shall not be authorized to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building

and loan association, mutual fire insurance association, cooperative association, fraternal benefits society, or state fair exposition.

**ARTICLE V**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 141 5<sup>th</sup> Street NW, Winter Haven, Florida 33881, and the name of the initial registered agent at that address is Clinton A. Curtis. The mailing address of the corporation is P.O. Drawer 7608, Winter Haven, Florida 33881-7608.

**ARTICLE VI**  
**BOARD OF DIRECTORS**

The names and addresses of the first Board of Directors, who, subject to this Certificate of Incorporation, the By-laws and the Laws of the State of Florida, shall hold office for the first year of the corporation's existence or until their successors have been elected and have been qualified are as follows:

Jennifer Logue	c/o P.O. Drawer 7608 Winter Haven, FL 33883-7608
John Horne	6688 Cortez Road W. Bradenton, FL 34210

**ARTICLE VII**  
**NAMES AND ADDRESSES OF INCORPORATORS**

The names and addresses of the subscribers to this Certificate of Incorporation are:

Clinton A. Curtis, Esq.	P.O. Drawer 7608 Winter Haven, FL 33883-7608
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**ARTICLE VIII**  
**INITIAL OFFICERS**

The names and addresses of the officers of the corporation who shall hold office for the first year of the corporation's existence or until their successors have been elected and qualified are as follows:

President	Jennifer Logue	c/o P.O. Drawer 7607 Winter Haven, FL 33883-7680
Secretary-Treasurer	John Horne	6688 Coretz Road W. Bradenton, FL 34210

**ARTICLE IX**  
**AUTHORIZED SHARES**

The maximum number of shares of capital stock that this corporation shall have outstanding at any time shall be 100 shares of common stock, with \$1.00 par value, all of said stock fully paid and non assessable; payment for said stock shall be in cash or labor, services or property at a valuation to be fixed by the Board of Directors.

**ARTICLE X**  
**CAPITAL**

The amount of capital with which this corporation shall begin business shall be over \$100.00.

**ARTICLE XI**  
**MANAGEMENT OF THE CORPORATION'S AFFAIRS**

The business and affairs of this corporation shall be conducted by a President; a Secretary/Treasurer and a Board of Directors of not less than one in number; the number of Directors may be increased from time to time by the By-Laws or Resolutions of the Stockholders to any number compatible with the law; and other offices may in the same manner be created, filled and established.


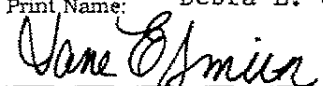
The Directors of said corporation shall be elected by the Stockholders at each annual meeting. The annual meeting of the Stockholders shall be held on the first Tuesday in September of each year. Any Stockholders' meeting may be held any time when a quorum of Stockholders are present and request such meeting to be held. The date of the annual meeting may be changed by the By-Laws or Resolution of the Board of Directors adopted at any time by the Board of Directors at a meeting held immediately following each annual meeting of the

Stockholders. New offices may be created or vacancies filled by the Board of Directors at any regular meeting or any special meeting called for that purpose.

**ARTICLE XII**  
**LOST OR DESTROYED STOCK CERTIFICATES**

Lost or destroyed stock certificates shall be replaced by the issuance of new stock certificates in the manner prescribed by the By-Laws of this corporation.

**IN WITNESS WHEREOF**, the undersigned, for the purpose of forming this corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 26th day of February, 2004.

  
Print Name: Debra L. Cline  
  
Print Name: Jane E. Smith

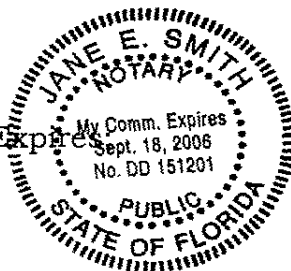
  
**CLINTON A. CURTIS**  
Incorporator

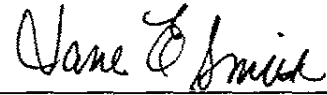
STATE OF FLORIDA  
COUNTY OF POLK

Personally appeared before the undersigned authority, **CLINTON A. CURTIS**, to me personally known, and they acknowledged before me that he executed the above and foregoing instrument for the purposes therein expressed.

WITNESS my hand and seal this 26th day of February, 2004.

My Commission Expires



  
Notary Public  
Name:

### ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for the above named corporation, at the place designated, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I state that I am familiar with, and accept, the obligations of my position as registered agent.

Dated: February 26, 2004.

  
CLINTON A. CURTIS

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**FILED**  
2004 FEB 27 P 12:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA