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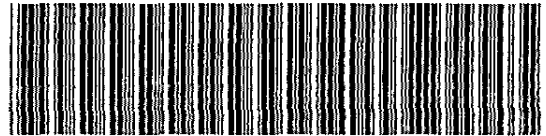
(Business Entity Name)

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TALLAHASSEE, FLORIDA

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TRANSMITTAL LETTER

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

SUBJECT: Golf Institute of America, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Witlock & Associates, P.A.
Name (Printed or typed)
2770 S. Horseshoe Dr. Ste #7
Address
Naples, FL 34104-6147
City, State & Zip
239-434-5818
Daytime Telephone number

DEPT. OF STATE
TALLAHASSEE, FLORIDA

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NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF
GOLF INSTITUTE OF AMERICA, INC.

The undersigned person, acting as incorporator for the purpose of forming a stock business corporation under the laws of the State of Florida, adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation is Golf Institute of America, Inc.

ARTICLE II

GENERAL NATURE OF BUSINESS

The purpose for which this corporation is organized is to transact any and all lawful business for which corporations may be organized under the laws of the State of Florida, and to have all powers, which are afforded to corporations under the laws of the State of Florida.

ARTICLE III

DURATION

The duration of this corporation shall be perpetual.

ARTICLE IV

INITIAL CAPITALIZATION

The total amount of initial capitalization of the corporation \$100.

ARTICLE V

CAPITAL STOCK

The total number of shares of common capital stock that this corporation is authorized to issue is 100 shares of One Dollar (\$1.00) par value common stock.

ARTICLE VI

PREEMPTIVE RIGHTS

Each shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which they already hold, shall have the right to purchase their pro rata share thereof at the price at which it is offered to others.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE VII

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation is 2940 S. Horseshoe Dr. Suite 1000 Naples, FL 34104 and the name of the initial agent of this corporation at that address is John Ford. The principal office address shall be the same as the registered office address.

ARTICLE VIII

NAME AND ADDRESS OF INCORPORATOR

Gary W. Wittock, CPA
Horseshoe Professional Park
2770 South Horseshoe Drive Suite 7
Naples, FL 34104

ARTICLE IX

INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially namely John Ford.

ARTICLE X

AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, in the manner provided by law, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XI

INDEMNIFICATION

The corporation shall indemnify any officer and/or director to the full extent of the law.

ARTICLE XII

EFFECTIVE DATE

These Articles of Incorporation shall be effective upon the filing with the Florida Secretary of State.

IN WITNESS WHEREOF, undersigned subscriber has executed these Articles on the 11th day of January 2005.

John Ford

John Ford

I certify that all of the facts stated in these Articles of Incorporation are true and correct and are made for the purpose of forming a business corporation under the laws of the State of Florida.

Dated January 11, 2005

Gary W. Wittock CPA

Gary W. Wittock, CPA
Incorporator

I acknowledge my appointment as registered agent of this corporation and accept the appointment.

Dated January 11, 2005

John Ford

John Ford
Registered Agent

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NOTARY PUBLIC, FLORIDA

State of Florida
County of Collier

The foregoing instrument was acknowledged before me this 11th day of January 2005, by Gary W. Wittock & John Ford.

Christi C. Roberts
Notary Public

My Commission Expires:

