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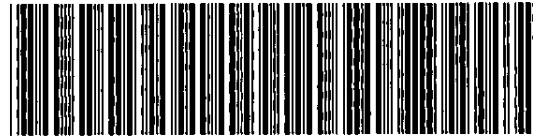
(Business Entity Name)

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April 30, 2008

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Nicklaus Investment Enterprises, Inc.

Filing Evidence

- ☒ Plain/Confirmation Copy

☐ Certified Copy

Type of Document

- ☐ Certificate of Status

☐ Certificate of Good Standing

☐ Articles Only

☐ All Charter Documents to Include
Articles & Amendments
☐ Fictitious Name Certificate

☐ Other

Retrieval Request

- ☐ Photocopy

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File 2nd

NEW FILINGS	
X	Profit
	Non Profit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of RA Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Reports
	Fictitious Name
	Name Reservation
	Reinstatement

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Liability
	Reinstatement
	Trademark
	Other

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
NICKLAUS INVESTMENT ENTERPRISES, INC.

ARTICLE I.
NAME

The name of this corporation is Nicklaus Investment Enterprises, Inc.

ARTICLE II.
PRINCIPAL OFFICE

The principal office of this corporation and the mailing address of this corporation is 3850 Gulf Boulevard, St. Pete Beach, FL, 33706.

ARTICLE III.
DURATION; EFFECTIVE DATE

This corporation shall exist perpetually, commencing as of the date of acceptance and filing of these Articles by the Secretary of State of Florida.

ARTICLE IV.
PURPOSES

This corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE V.
CAPITAL STOCK

This corporation shall be authorized to issue Ten Thousand (10,000) shares of \$1.00 par value stock divided into two classes of stock: Class A Voting Common and Class B Non-Voting Common. Said classes of stock shall be identical in all respects except that shareholders owning Class B Non-Voting Common stock shall have no voting rights of any kind or nature whatsoever. The par value and authorized issue of such classes of stock shall be as follows:

	<u>PAR VALUE</u>	<u>AUTHORIZED ISSUE</u>
Class A Voting Common	\$1.00 per share	300 shares
Class B Non-Voting Common	\$1.00 per share	9,700 shares

ARTICLE VI.
REGISTERED OFFICE, REGISTERED AGENT AND INCORPORATOR

The name of the initial Registered Agent and the Incorporator of the corporation and the street address of the initial Registered Office are Albert P. Nicklaus, Jr., 3850 Gulf Boulevard, St. Pete Beach, FL, 33706. The Registered Agent, by execution of these Articles of Incorporation as incorporator, accepts the appointment as registered agent and agrees to comply with the provisions of all statutes relative thereto, including the obligations of §607.0501, Florida Statutes.

ARTICLE VII.
INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

Albert P. Nicklaus, Jr.
3850 Gulf Boulevard
St. Pete Beach, FL, 33706

Karen M. Nicklaus Browning
3850 Gulf Boulevard
St. Pete Beach, FL, 33706

Martha Nicklaus
3850 Gulf Boulevard
St. Pete Beach, FL, 33706

ARTICLE VIII.
AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE IX.
BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

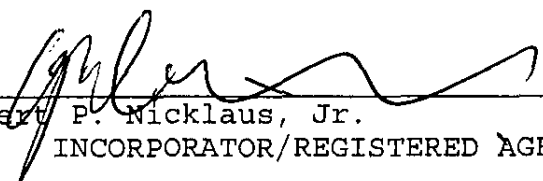
ARTICLE X.
INFORMAL SHAREHOLDER ACTION

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes §607.0704 and the Bylaws.

ARTICLE XI.
PREEMPTIVE RIGHTS

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation stating the price, terms and conditions of the issue of shares and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation this 31st day of March, 2008.


Albert P. Nicklaus, Jr.
INCORPORATOR/REGISTERED AGENT

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TALLAHASSEE, FLORIDA