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To: Division of Corporations  
Fax Number : (850) 617-6381

From:  
Account Name : KAIN & VALINSKY, P.A.  
Account Number : I20050000026  
Phone : (954) 768-0678  
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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**MITV Golf, Inc.**

Certificate of Status	0
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**ARTICLES OF INCORPORATION**

**OF**

**MITV GOLF, INC.**

The undersigned, a natural person competent to contract, does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

**ARTICLE I**  
**CORPORATE NAME AND PURPOSE**

The name of this Corporation shall be: MITV Golf, Inc.

The purpose for which the Corporation is organized is any and all lawful business.

**ARTICLE II**  
**PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is 2385 Executive Center Drive, Suite 100, Boca Raton, Florida 33431.

**ARTICLE III**  
**CAPITAL STOCK**

The total number of shares of all classes of capital stock of the Corporation which this Corporation shall be authorized to issue and have outstanding at any one time shall be 11,000,000 which are to be divided into two classes as follows:

10,000,000 shares of common stock, par value \$.00001 per share; and  
1,000,000 shares of blank check preferred stock, par value \$.00001 per value

The preferred stock may be created and issued from time to time in one or more series and with such designations, rights, preferences, privileges, qualifications, limitations and restrictions as shall be stated and expressed in the resolution or resolutions providing for the creation and

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issuance of such preferred stock as may be adopted from time to time in the sole discretion by the Corporation's Board of Directors pursuant to the authority in this paragraph given.

In accordance with Section 607.10025(7) of the Florida Business Corporation Act, upon the effectiveness of a combination, as such term is defined in Section 607.10025(1) of such Act, the authorized shares of the classes or series affected by the combination shall not be reduced or otherwise affected by the percentage by which the issued shares of such class or series were reduced as a result of the combination.

**ARTICLE IV**  
**REGISTERED AGENT AND**  
**INITIAL REGISTERED OFFICE IN FLORIDA**

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Kain & Valinsky, P.A.  
750 Southeast Third Avenue, Suite 100  
Fort Lauderdale, FL 33316  
Attention: Jay Valinsky, Esq.

**ARTICLE V**  
**INCORPORATOR**

The name and address of the person signing these Articles of Incorporation as the Incorporator is:

Jay L. Vallnsky  
750 Southeast Third Avenue, Suite 100  
Fort Lauderdale, FL 33316

**ARTICLE VI**  
**INDEMNIFICATION**

This Corporation shall indemnify any director, officer, employee or agent of the Corporation to the fullest extent permitted by Florida law.

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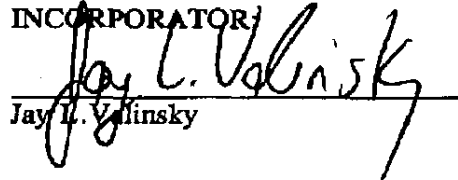
**ARTICLE VII**  
**AFFILIATED TRANSACTIONS**

This Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

**ARTICLE VIII**  
**CONTROL SHARE ACQUISITIONS**

The Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

INCORPORATOR:

  
Jay L. Valinsky

THE UNDERSIGNED, named as the registered agent in Article IV of these Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under the Florida Business Corporation Act, including specifically Section 607.0505.

REGISTERED AGENT:

Kain & Valinsky, P.A.

By:

  
Jay L. Valinsky

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