

CHARLES F. CARBIENER, JR.

ATTORNEY AT LAW

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

February 7, 1995

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

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\*\*\*122.50 \*\*\*122.50

Re: BEN JACKSON NEW ENGLAND GOLF ACADEMY, INC.  
New Corporation Filing

Dear Sir/Madame;

I enclose an original and one copy of the Articles of Incorporation and a Certificate Designating Registered Agent and Registered office and Acceptance for a Florida corporation.

Also enclosed is a check in the amount of \$122.50 in payment of the following fees:

Filing Fee	\$ 35.00
Certification of One Copy	52.50
Designation of Registered Agent	35.00

TOTAL	<u>\$122.50</u>
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Please file the original articles and return the certified copy to me at the above address. I may be contacted during normal business hours at the above telephone number.

Sincerely,

FEB 10 1995 BSB

Charles F. Carbiener, Jr.  
Attorney at law

CFC/gc

Enclosures at stated

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CHARLES F. CARBIENER, JR.

ATTORNEY AT LAW

February 13, 1995

Brenda Baker  
Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

Re: BEN JACKSON NEW ENGLAND GOLF ACADEMY, INC.  
New Corporation Filing

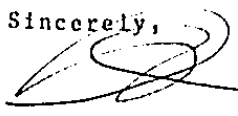
Dear Brenda;

Per your telephone request this date, I enclose two original copies of the amended and executed page 5 of the Articles of Incorporation, the Certificate Designating Registered Agent and Registered office, for the above-identified corporation. Please accept my apology for the inconvenience I caused by neglecting to sign this form in my original mailing.

You may use these pages to replace the original, unsigned page 5 in each of the two copies you have on your desk, and I thank you for providing me the opportunity to correct my error without having the entire package returned to me.

If you need anything additional, please call.

Sincerely,



Charles F. Carbiener, Jr.  
Attorney at law

CFC/gc

Enclosures at stated

ARTICLES OF INCORPORATION

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

OF

BEN JACKSON NEW ENGLAND GOLF ACADEMY, INC.

We, the undersigned natural persons and residents of the State of Florida, acting as the incorporators of a corporation under the Florida General Corporation Act, hereby certify and adopt the following Articles of Incorporation.

I.

CORPORATE NAME

The name of the corporation is Ben Jackson New England Golf Academy, Inc.

II.

PRINCIPAL OFFICE

The principal office and mailing address of this corporation shall be:

8795 Lateen Lane, #104  
Fort Myers, Florida 33919

III.

CAPITAL STOCK

The aggregate number of shares which the corporation shall have authority to issue is Ten Thousand (10,000) with a par value of One Dollar (\$1.00) each for a total capitalization of Ten Thousand Dollars (\$10,000.00). One class of stock shall be issued and it shall be designated as common stock.

IV.

INITIAL REGISTERED AGENT AND OFFICE

The registered agent appointed by the corporation shall be:

Charles F. Carbiener, Jr.  
Attorney at Law  
5245 Big Pine Way, Suite 103  
Fort Myers, Florida 33907  
(813) 936-3883

V.

INCORPORATORS

The names and street addresses of the incorporators to these Articles of Incorporation are as follows:

Name: Ben E. Jackson  
Address: 8795 Lateen Lane, #104  
Fort Myers, Florida 33919

Name: Barbara J. Humphreys  
Address: 8795 Lateen Lane, #104  
Fort Myers, Florida 33919

VI.

PURPOSES

The purposes of the corporation are:

1. To establish and maintain a golf academy to provide golf instructions for the general public.
2. To engage in the transaction of any or all lawful business permitted under the laws of the State of Florida.

VII.


DIRECTORS

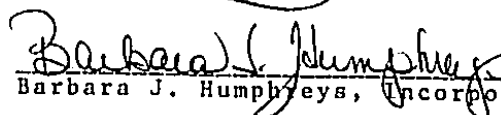
The number of directors constituting the initial board of directors is two (2), and the names and street addresses of the persons who are to serve as the directors thereof are as follows:

Name: Ben E. Jackson  
Address: 8795 Lateen Lane, #104  
Fort Myers, Florida 33919

Name: Barbara J. Humphreys  
Address: 8795 Lateen Lane, #104  
Fort Myers, Florida 33919

IN WITNESS WHEREOF, the undersigned, as the incorporators of this corporation, have executed these Articles of Incorporation this 7th day of January, 1995.

  
Ben E. Jackson, Incorporator

  
Barbara J. Humphreys, Incorporator

NOTARY STATEMENT

STATE OF FLORIDA )

COUNTY OF LEE )

I, HEREBY CERTIFY that on this day, before me, a Notary Public authorized in the State and County named above to take acknowledgements, personally appeared Ben E. Jackson and Barbara J. Humphreys of Ben Jackson New England Golf Academy, Inc., to me known to be the persons described as the subscribers in and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 7th day of January, 1995.

*Geraldine E. Carlsener*

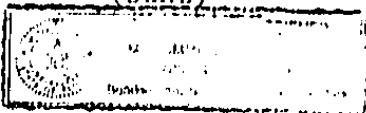
Geraldine E. Carlsener

NOTARY PUBLIC, State of Florida

Commission No. CC 371727

My commission expires: 7-18-98.

(SEAL)



CERTIFICATE DESIGNATING  
REGISTERED AGENT AND REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501 of the Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office and the registered agent, in the State of Florida.

1. The name of the corporation is Ben Jackson New England Golf Academy, Inc.

2. The name of the registered agent is:

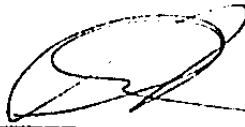
Registered Agent: Charles F. Carbiener, Jr.  
Attorney at Law

3. The address of the registered agent/registered office is:

Address: 5245 Big Pine Way, #103  
Fort Myers, Florida 33907

HAVING BEEN NAMED AS REGISTERED AGENT AND DESIGNATED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE CORPORATION, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACCEPT 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 AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

DATED: February 13, 1995.

  
Charles F. Carbiener, Jr.  
Attorney at Law  
5245 Big Pine Way, Suite 103  
Fort Myers, Florida 33907

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