

1201 HAYS STREET  
TALLAHASSEE, FL 32301  
904 222 9171  
904 222 0101 FAX

800-342-8086



**9500027974**

ACCOUNT NO. : 072100000012

REFERENCE : 574038 81030A

AUTHORIZATION :

COST LIMIT : 0 PREPAID

ORDER DATE : April 7, 1995

ORDER TIME : 11:33 AM

ORDER NO. : 574038

CUSTOMER NO: 81030A

400001450844  
-04/07/95--01061--024  
\*\*\*\*122.50 \*\*\*\*122.50

CUSTOMER: Katheryn S. Placek, Legal Asst.  
BUSCHMAN AHERN AND PERSONS

P. O. Box 50006

Jacksonville Bn, FL 32240-0006

DOMESTIC FILING

NAME: SABER TOOTH GOLF COMPANY

XXXXX ARTICLES OF INCORPORATION  
\_\_\_\_\_  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXXX CERTIFIED COPY  
\_\_\_\_\_  
PLAIN STAMPED COPY  
\_\_\_\_\_  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

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

T. BROWN APR 10 1995

95 APR -7 AM 9:22  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
SABER TOOTH GOLF COMPANY**

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FILED  
95 APR -7 AM 9:23  
TALLAHASSEE FLORIDA

**ARTICLE I:** The name of this corporation is SABER TOOTH GOLF COMPANY

**ARTICLE II:** This corporation shall have perpetual existence.

**ARTICLE III:** This corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United States or the State of Florida.

**ARTICLE IV:** The maximum number and class of shares of capital stock which this corporation is authorized to have outstanding is one hundred (100) shares of common capital stock with a par value of One Dollar (\$1.00) per share.

**ARTICLE V:** The initial principal office of this corporation shall be at 5141 Otter Creek Drive, Ponte Vedra Beach, Florida 32082, and the name of the corporation's initial registered agent is ALBERT E. BUSCHMAN, JR., at 2215 South Third Street, Suite 101, Jacksonville Beach, Florida 32250.

**ARTICLE VI:** Initially, this corporation shall have two (2) members on the Board of Directors, and the corporation shall have the authority to operate with not less than one member on the Board of Directors. The following are the names and addresses of the initial members of the Board of Directors:

DAVID B. HUEBER  
5141 Otter Creek Drive  
Ponte Vedra Beach, Florida 32082

LUCINDA A. HUEBER  
5141 Otter Creek Drive  
Ponte Vedra Beach, Florida 32082

**ARTICLE VII:** The name and street address of the person signing these Articles of Incorporation as a subscriber are as follows:

ALBERT E. BUSCHMAN, JR.  
2215 South Third Street, Suite 101  
Jacksonville Beach, Florida 32202

**ARTICLE VIII:** The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

**ARTICLE IX:** The Directors of this corporation shall take

action by written consent, as provided by law.

**ARTICLE X:** The Board of Directors is authorized, with the approval of the Shareholders, to issue "Section 1244 Stock" as defined by Section 1244 of the Internal Revenue Code as the same may be amended from time-to-time.

**ARTICLE XI:** These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders and approved at a Stockholders' meeting by a majority of the stock entitled to vote thereon, unless all of the Directors and all of the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

**IN WITNESS WHEREOF,** the undersigned, being the original subscriber hereinbefore named for the purpose of forming a corporation to do business both within and without the State of Florida, does make, subscribe, acknowledge and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and, accordingly, has hereunto set his hand and seal this 5<sup>th</sup> day of April, 1995.

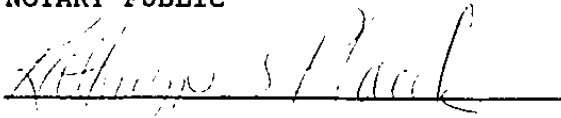
  
(SEAL)  
ALBERT E. BUSCHMAN, JR.

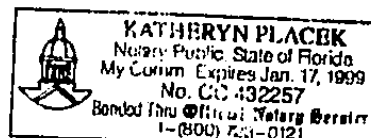
STATE OF FLORIDA  
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me by ALBERT E. BUSCHMAN, JR., who is personally known to me and acknowledged to and before me that he signed the foregoing Articles of Incorporation freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal in the County and State aforesaid, this 5<sup>th</sup> day of April, 1995.

NOTARY PUBLIC



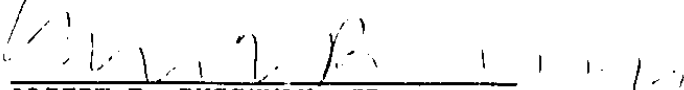


CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED  
AND ACCEPTANCE AND ACKNOWLEDGMENT

IN COMPLIANCE WITH SECTION 48-091, FLORIDA  
STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST, that SABER TOOTH GOLF COMPANY, desiring to organize or  
qualify under the Laws of the State of Florida as a corporation,  
with its principal place of business at 5141 Otter Creek Drive,  
Ponte Vedra Beach, Florida 32082, County of St. Johns, State of  
Florida, as indicated in the Articles of Incorporation, has named  
ALBERT E. BUSCHMAN, JR., located at 2215 South Third Street, Suite  
101, Jacksonville Beach, Florida 32250, as its agent to accept  
service of process within the State of Florida.

Dated April 5, 1995

  
ALBERT E. BUSCHMAN, JR.

ACKNOWLEDGMENT

Having been named to accept service of process for the above  
named corporation at the place designated in the Certificate, I  
hereby agree to act in this capacity, and I further agree to comply  
with the provisions of all statutes and acts relative to keeping  
open said office and with all provisions of all statutes and acts  
relative to the proper and complete performance of my duties.

Dated April 5, 1995

  
ALBERT E. BUSCHMAN, JR.

1101 HAYS STREET  
TALLAHASSEE, FL 32301  
904-222-9171  
904-222-9111 FAX

800-342-8086

P95000027974



ACCOUNT NO. : 072100000032  
REFERENCE : 604665 81030A  
AUTHORIZATION :  
COST LIMIT : \* PPD

ORDER DATE : May 24, 1995

ORDER TIME : 2:20 PM

ORDER NO. : 604665

CUSTOMER NO: 81030A

CUSTOMER: Ms. Katheryn S. Prosser  
Buschman Ahern And Persons  
P. O. Box 50006

Jacksonville 8h, FL 32240-0006

072100000032  
604665-81030A  
\*\*\*\*\*35.00 \*\*\*\*\*3.00

RECEIVED  
95 MAY 25 AM 8:52  
DIVISION OF CORPORATION

DOMESTIC AMENDMENT FILING

NAME: SABER TOOTH GOLF COMPANY

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

FILED  
95 MAY 25 AM 10:48  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jodie Krebs

EXAMINER'S INITIALS:

5/25  
JOK  
Name Change

ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION OF  
SABER TOOTH GOLF COMPANY

1. Article I of the Articles of Incorporation of SABER TOOTH GOLF COMPANY is amended to read as follows:

ARTICLE I:

The name of this corporation is D. B. HUEBER GOLF COMPANY.

2. The foregoing amendment has been consented to by the stockholders of this corporation by written consent attached hereto and by this reference made a part hereof.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Amendment this 23<sup>rd</sup> day of May, 1995.

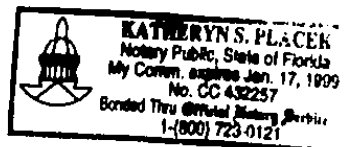
  
DAVID B. HUEBER, President

ATTEST:   
DAVID B. HUEBER, Secretary

STATE OF FLORIDA  
COUNTY OF DUVAL

I hereby certify that on this day appeared before me, an officer duly authorized to administer oaths and take acknowledgments, DAVID B. HUEBER, as President and Secretary of Saber Tooth Golf Company, who is personally known to me.

WITNESS my hand and official seal in the County and State aforesaid, this 23<sup>rd</sup> day of May, 1995.



CONSENT BY SHAREHOLDERS  
TO AMENDMENT TO  
ARTICLES OF INCORPORATION OF  
SABER TOOTH GOLF COMPANY

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We, the undersigned, being all of the Shareholders of SABER TOOTH GOLF COMPANY, do hereby consent to the Amendment of the Articles of Incorporation of SABER TOOTH GOLF COMPANY, whereby ARTICLE I is amended so as to change the name of the corporation to D. B. HUEBER GOLF COMPANY.

Dated this 23 day of May, 1995.

Shareholders:

  
\_\_\_\_\_  
DAVID B. HUEBER

  
\_\_\_\_\_  
LUCINDA A. HUEBER