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May 1, 1995

Secretary of State
Division of Corporations
P.O. Box 632
Tallahassee, Florida 32304

41101114 738 254
05/02/95 01105 006
***122.50 ***122.50

Re: Florida Team Golf, Inc.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for Florida Team Golf, Inc., along with a check for \$122.50 as needed for the undersigned to receive a certified copy of the Articles.

Thanking you in advance for your attention to this matter.

Very truly yours,

Charles W. Flynn
CHARLES W. FLYNN

CWF:er
Enc. As stated

FILED
95 MAY -3 PM 2:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

157K

ARTICLES OF INCORPORATION
OF
FLORIDA TEAM GOLF, INC.

FILED
95 MAY -3 PM 2:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby associates himself for the purpose of becoming a corporation under the laws of the State of Florida, by and through the provisions of the State Statutes as such of Florida.

ARTICLE I

The name of the corporation shall be: FLORIDA TEAM GOLF, INC.

ARTICLE II

Purpose of the corporation: The purpose of the corporation shall be to promote amateur golf.

ARTICLE III

The authorized stock of the corporation shall be One hundred (\$100.00) no/100 Dollar par value.

ARTICLE IV

The corporation shall have perpetual existence.

ARTICLE V

The initial place of business of the corporation shall be: 9345 S.W. 77th Avenue, Suite 203, Miami, Florida 33156.

ARTICLE VI

The name and address of the first Board of Directors of this corporation, who shall hold office for the first year of the corporation's existence or until his successors are elected and have qualified, are as follows:

Tod R. Roy
9345 S.W. 77th Avenue, Suite 203
Miami, Florida 33156

ARTICLE VII

The name and address of the incorporator and subscriber to these Articles of Incorporation is:

Tod R. Roy
9345 S.W. 77th Avenue, Suite 203
Miami, Florida 33156

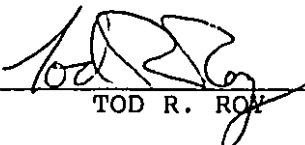
ARTICLE VIII

The corporation desiring to organize under the laws of the State of Florida, with its principal office at 9345 S.W. 77th Avenue, Suite 203, Miami, Florida 33156, has named Charles W. Flynn, Esquire, 1950 S.W. 27th Avenue, Miami, Florida 33145, as its initial registered agent to accept service of process within the State of Florida.

ARTICLE IX

Dissolution of the corporation: The corporation may be dissolved at any time: (1) unanimous consent of the shareholders, or (2) by affirmative vote of the majority of the shareholders. Upon dissolution of the corporation, the assets shall be distributed to the shareholders in the direct proportion to the number of shares owned by each shareholder.

IN WITNESS WHEREOF, the undersigned sets his/her hand and seal this 1st day of May, 1995, at Dade County, Florida.



TOD R. ROY

BY: Tod R. Roy
TOD R. ROY

TITLE: President

STATE OF FLORIDA

COUNTY OF DADE

The foregoing instrument was acknowledged before me on 5/1/95
by Tod R. Roy, who is personally known to me or who
has produced _____ as identification and
who did (did not) take an oath.

Ethel K. Kline (Signature of person taking
acknowledgment)

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXP. AUG. 15, 1995
BONDED THRU GENERAL INS. UND. _____ (Notary Seal)

(Title)

CC # 136048 (Serial Number, if any)

FILED
95 MAY -3 PM 2:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACKNOWLEDGEMENT OF REGISTERED AGENT

Having being named to accept service of process for the above
stated corporation, at the place designated in these Articles,
I hereby accept to act in this capacity and agree to comply with
the provisions of the Florida General Corporation Act relative to
keeping open said office.

Charles W. Flynn
CHARLES W. FLYNN