

1000 FIRST STREET
PALM BEACH, FL 33480

Room 142 B086



P95000555/3

ACCOUNT NO. 11000A

REFERENCE : 4451 11000A

AUTHORIZATION :

COST LIMIT : \$125,000.00

ORDER DATE : July 10, 1995

ORDER TIME : 10:12 AM

ORDER NO. : 040451

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CUSTOMER NO: 11000A

CUSTOMER: Mr. Robert G. MacDonald
GUBIN CHANS ROSENBLUTH & MORAN

111 N. Orange Avenue
Suite 900
Orlando, FL 32801

DOMESTIC FILING

NAME: GOLF EVENTS UNLIMITED, INC.

- XXXX ARTICLES OF INCORPORATION
- _____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- XXX CERTIFIED COPY
- _____ PLAIN STAMPED COPY
- _____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Karch 1ph

EXAMINER'S INITIALS:

T. BROWN

JUL 18 1995

FILED
JUL 18 PM 1:31
SECURITY DIVISION
FBI/DOJ
FBI/DOJ

ARTICLES OF INCORPORATION
OF
GOLF EVENTS UNLIMITED, INC.

FILED
95 JUL 18 PM 1:21
STATE
TALLAHASSEE

ARTICLE I - NAME

The name of this corporation is GOLF EVENTS UNLIMITED, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence, commencing on the date of filing of these Articles by the Secretary of State of Florida.

ARTICLE III - PURPOSE

This corporation is organized for the following purposes:

1. To plan and sponsor golf events, various conventions and meetings open to the public which relate to golf tournaments; and
2. To transact any and all lawful business.

ARTICLE IV - POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE V - CAPITAL STOCK

A. This corporation is authorized to issue one thousand (1,000) shares of One Cent \$.01 par value common stock, which shall be designated "common shares."

B. Except as otherwise provided by law or in the bylaws of the corporation, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the issuance or sale for cash of any stock of this corporation, including Treasury stock held by this corporation, shall have the right to purchase his pro rata

share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - OFFICE AND REGISTERED AGENT

The initial street address of the principal and registered office of this corporation is 7801 Sugar Brook Court, Orlando, Florida 32819 and the name of the initial registered agent of this corporation at that address is Dale Ward. The Board of Directors may from time to time move the principal registered office to any other address in Florida and change the corporation's registered agent.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one. The name and address of the initial director of this corporation is:

Dale Ward
7801 Sugar Brook Court
Orlando, Florida 32819

ARTICLE IX - INCORPORATOR

The name and address of the person signing these articles is:

Dale Ward
7801 Sugar Brook Court
Orlando, Florida 32819

ARTICLE X - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors subject to the power of the shareholders to repeal, alter or amend any bylaws adopted by the Board of Directors. The shareholders reserve the power to adopt bylaws and to prescribe in any bylaws that such bylaws shall not be altered, amended, or repealed by the Board of Directors.

ARTICLE XI - OFFICERS

The bylaws of the corporation shall provide for certain officers and the duties of all officers and prescribe the time and manner of their election. The initial officers of the corporation shall be:

Dale Ward

President, Secretary and Treasurer

ARTICLE XII - MEETINGS

Meetings of shareholders and directors, including the time, place and manner of calling such meetings, shall be fixed by the bylaws of the corporation.

ARTICLE XIII - 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.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 17th day of July, 1995.


Dale Ward, Incorporator

STATE OF FLORIDA)
COUNTY OF ORANGE)

The foregoing Articles of Incorporation were acknowledged before me this 17th day of July, 1995 by DALE WARD, who:

 L is known to me personally; OR
 produced _____
as identification.



ROBERT S. MACDONALD
MY COMMISSION # 00331100 EXPIRES
December 21, 1997
BONDED THRU STATE FARM INSURANCE, INC.

Robert S. MacDonald
Notary Public
Print Name: Robert S. MacDonald
My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION AT THE PLACE DESIGNATED IN ARTICLE VII OF THESE ARTICLES OF INCORPORATION, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN 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.

Dale Ward
Dale Ward
Registered Agent

FILED
95 JUL 18 PM 1:31
TALLAHASSEE
STATE
FLORIDA