



PRESIDENTIAL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 0721000000032

REFERENCE : 650158 8796A

AUTHORIZATION :

*Patricia Pytk*

COST LIMIT : 9 122.50

ORDER DATE : August 11, 1995

ORDER TIME : 10:37 AM

ORDER NO. : 650158

CUSTOMER NO: 8796A

700001558807

CUSTOMER: William J. Schifino, Esq  
SCHIFINO & FLEISCHNER

One Tampa City Center, #2700  
201 N. Franklin Street  
Tampa, FL 33602

DOMESTIC FILING

NAME: GOLF BALL WORLD, INC.

XX ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Prezeau

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

FILED  
95 AUG 11 PM 1:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
GOLF BALL WORLD, INC.**

**FILED**  
95 AUG 11 PM 1:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby executes these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

**ARTICLE I.**

Name

The name of this corporation shall be:

**GOLF BALL WORLD, INC.**

**ARTICLE II.**

Principal Office and Mailing Address

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

6525 4th Street North  
St. Petersburg, FL. 33702

**ARTICLE III.**

Business and Purposes

The general purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act, and any amendments thereto (the "Act"), and in connection therewith, this corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under such Act.

#### ARTICLE IV.

##### Capital Stock

The aggregate number of shares of capital stock authorized to be issued by this corporation shall be 10,000 shares of common stock with a par value of \$.01 per share. Each share of said stock shall entitle the holder thereof to one vote at every annual or special meeting of the stockholders of this corporation. The consideration for the issuance of said shares of capital stock may be paid, in whole or in part, in cash, in promissory notes, in other property (tangible or intangible), in labor or services actually performed for this corporation, in promises to perform services in the future evidenced by a written contract, or in other benefits to this corporation at a fair valuation to be fixed by the Board of Directors. When issued, all shares of stock shall be fully paid and nonassessable.

#### ARTICLE V.

##### Registered Office and Registered Agent

The initial registered office of this corporation shall be located at Schifino & Fleischer, P.A., One Tampa City Center, Suite 2700, 201 N. Franklin Street, Tampa, Florida 33602, and the initial registered agent of this corporation at such office shall be William J. Schifino. This corporation shall have the right to change such registered office and such registered agent from time to time, as provided by law.

#### ARTICLE VI.

##### Board of Directors

The Board of Directors of this corporation shall consist of not less than one (1) nor more than five (5) members, the exact number of directors to be fixed from time to time by the stockholders or the by-laws. The business and affairs of this corporation shall be managed by the Board of Directors, which may exercise all such powers of this corporation and do all such lawful acts and things as are not by law directed or required to be exercised or done only by the stockholders. A quorum for the transaction of business at meetings of the directors shall be a majority of the number of directors determined from time to time to comprise the Board of Directors, and the act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the Board of Directors. Subject to the by-laws of this corporation, meetings of the directors may be held within or without the State of Florida. Directors need not be stockholders. The stockholders of this corporation may remove any director from office at any time with or without cause.

**ARTICLE VII.**

Initial Board of Directors

The initial Board of Directors of this corporation shall consist of three members, such members to hold office until their successor or successors have been duly elected and qualified. The name of the initial directors are as follows:

Phyllis W. Hensberry  
Larry Berman  
Robert E. Hensberry

**ARTICLE VIII.**

Incorporator

The name and street address of the incorporator making these Articles of Incorporation is:

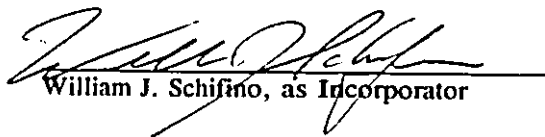
Name

Address

William J. Schifino

Schifino & Fleischer, P.A.  
One Tampa City Center  
Suite 2700  
201 N. Franklin Street  
Tampa, Florida 33602

IN WITNESS WHEREOF, the undersigned has executed these Articles for the uses and purposes therein stated.

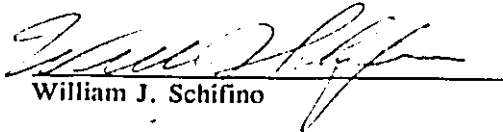
  
William J. Schifino, as Incorporator

**ACCEPTANCE OF SERVICE AS REGISTERED AGENT  
FOR  
GOLF BALL WORLD, INC.**

**FILED**  
35 AUG 11 PM 1:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, William J. Schifino, having been named as registered agent to accept service of process for the above-named corporation, at the registered office designated in the Articles of Incorporation of said corporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of Section 607.0505, Florida Statutes.

DATED this 8th day of August, 1995.

  
William J. Schifino

P95 0000 62209



Amendment

NOV 27 2005

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
GOLF BALL WORLD, INC.

1. The name of the corporation is Golf Ball World, Inc. (the "Corporation"). The Articles of Incorporation of this Corporation were filed by the Department of State of the State of Florida and became effective on August 11, 1995. The document number of this Corporation is P95000062209.

2. Article IV of the Articles of Incorporation of this Corporation shall be deleted in its entirety, and in its place and stead shall be substituted the following:

ARTICLE IV. CAPITAL STOCK

Shares Authorized. The aggregate number of shares of stock which this corporation shall have authority to issue shall be twenty-nine million (29,000,000) shares of which twenty-four million (24,000,000) shares shall be of Common Stock (each with a par value of \$.001) and five million (5,000,000) shares of Preferred Stock (each with a par value of \$.001).

A. Preferred Stock. Shares of Preferred Stock may be issued from time to time, in one or more series, with such designations, assigned values, preferences and relative, participating, optional or other rights, qualifications, limitations or restrictions thereof as shall be stated and expressed in the resolution or resolutions providing for the issue of such series adopted by the Board of Directors from time to time, pursuant to the authority herein given, a copy of which resolution or resolutions shall have been set forth in a certificate made, executed, acknowledged, filed and recorded in the manner required by the laws of the State of Florida in order to make the same effective. Each series shall consist of such number of shares as shall be stated and expressed in such resolution or resolutions providing for the issuance of the stock of such series.

Except as limited elsewhere in this Article IV, the rights, preferences and privileges of the shares in any series shall be determined by the Board of Directors who shall have the power to decide on the following terms:

- (a) whether the shares of preferred stock shall be participating;
- (b) the dividend rate or rates, if any, on the shares of preferred stock and the relation which dividends of preferred stock shall bear to the dividends payable on any other class or classes or of any other series of any class or classes of capital stock of the corporation;

(c) the terms and conditions upon which and the periods in respect to which any such dividend shall be payable;

(d) whether and upon what conditions any dividends of preferred stock shall be cumulative and, if cumulative the date or dates from which dividends shall accumulate;

(e) whether the shares shall be limited in dividends, if any or whether they shall participate in dividends over and above the dividend rate, if any, provided for the shares;

(f) whether any such dividends shall be payable in cash, in shares of such series, in shares of any other class or classes or of any other series of any class or classes of capital stock of the corporation, or in other property, or in more than one of the foregoing;

(g) whether the shares of preferred stock shall be redeemable or callable, the limitations and restrictions with respect to such redemption or call, the time or times of redemption, and the price or prices (which may be greater than par value) at which and the manner in which shares shall be redeemable or callable, including the manner of selecting shares for redemption if less than all shares are to be redeemed or called;

(h) whether the shares of preferred stock shall be subject to the operation of a purchase, retirement or sinking fund, and, if so, whether and upon what conditions the purchase, retirement or sinking fund shall be cumulative or non-cumulative, and the extent to which and the manner in which the fund shall be applied to the purchase or redemption of the shares for retirement or to other corporate purposes and the terms and provisions relative to the operation thereof;

(i) the terms on which preferred stock shall be convertible into or exchangeable for shares of any other class or classes of capital stock of the corporation, and the price or prices or the rate or rates of conversion or exchange and the method, if any, of adjusting the same, and any other terms and conditions of such conversion or exchange;

(j) the extent to which holders of preferred stock shall be entitled to vote generally with respect to matters relating to the corporation and the matters on which the holders of preferred stock shall be entitled to vote as a class;

(k) the preferences in respect to the assets of the corporation upon liquidation or winding up of the corporation including the amount (which may be greater than par value) payable to holders of preferred stock before any amount is payable to holders of common stock; and



(d) any other preferences, privileges and powers, and relative, participating, optional or other special rights and qualifications of or limitations or restrictions which the Board of Directors may deem advisable, provided they are not inconsistent with the provisions of these Articles of Incorporation.

All shares of preferred stock shall be of equal rank, and shall be identical in all respects except in respect of the particulars that may be fixed by the Board of Directors as herein above provided. All shares of each series shall be identical in all respects.

**B. Common Stock**

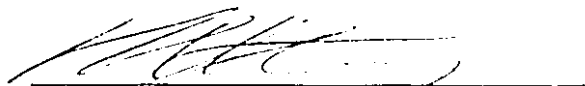
(a) Whenever cash dividends upon the preferred stock at the time outstanding, to the extent of the preference to which such stock is entitled, shall have been paid in full for all past dividend periods or declared and set apart for payment, such dividends, payable in cash, stock or otherwise, as may be determined by the Board of Directors, may be declared by the Board of Directors, and paid from time to time to the holders of common stock out of the remaining net profit or surplus of the corporation.

(b) In the event of any liquidation, dissolution or winding up of the affairs of the corporation, whether voluntary or involuntary, all assets and funds of the corporation remaining after the payment to the holders of the preferred stock of the full amounts to which they shall be entitled, as provided by the Board of Directors in the resolution or resolutions by which it authorizes the issuance of such stock, shall be divided and distributed among the holders of the common stock according to their respective shares.

3. This Amendment was recommended and approved by the Board of Directors and the sole shareholder on this 22nd day of November, 1995.

**IN WITNESS WHEREOF**, the undersigned has executed these Articles for the uses and purposes therein stated.

**GOLF BALL WORLD, INC.**

  
Robert E. Hensberry, President

P 950000 62209

**IRB**

INTERNATIONAL RESEARCH BUREAU, INC.  
Post Office Box 14189 • Tallahassee, FL 32317-1189

**FILED**

96 JAN 11 PM 2:36

DIVISION OF CORPORATION  
ACCOUNT FILING COVER SHEET

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCOUNT NUMBER: ECA000000009

REFERENCE:  
(Sub Account) 85024/487

DATE: 1-11-96

REQUESTOR NAME: INTERNATIONAL RESEARCH BUREAU, INC.

ADDRESS: POST OFFICE BOX 14189  
TALLAHASSEE, FL 32317

TELEPHONE: (904) (442-2500) ext ( )

CORPORATION NAME: Golf Ball World, Inc.

DOCUMENT NUMBER:  
(if applicable) P95-62209

AUTHORIZATION: RK + [Signature]

☐ CERTIFIED COPY (1-9)  
☐ CERTIFICATE OF STATUS (1-9)  
☐ PLAIN STAMPED COPY

new filing Amendment

☐ Call When Ready  
☒ Walk In  
☐ Mail Out

☐ Call if Problem  
☐ Will Wait

☐ After 4:30  
☒ Pick Up ASAP

N. HENDRICKS JAN 11 1996

ARTICLES OF AMENDMENT  
TO  
THE ARTICLES OF INCORPORATION  
OF  
GOLF BALL WORLD, INC.

**FILED**  
96 JAN 11 PM 2:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

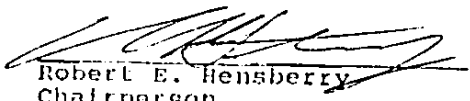
The undersigned, being the Chairperson of GOLF BALL WORLD, INC., a Florida corporation, and pursuant to the authority contained in the Florida General Corporation Act, Section 607.134, without the formality of convening a meeting, do hereby consent to, approve and adopt the following resolutions by the Board of Directors and without shareholder action as shareholder action was not required:

BE IT RESOLVED, that the Article of Incorporation which were made effective on August 11, 1995, be and are hereby amended as follows, and any Articles in the original character and amendments thereto which are in conflict herewith, are vacated and are in no force or effect

ARTICLE I - NAME

The name of the corporation shall be Golf Balls -~~N~~<sup>1</sup> Golf Balls Seminole, INC.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Amendment this 28 day of December, 1995.

  
Robert E. Hensberry  
Chairperson  
President

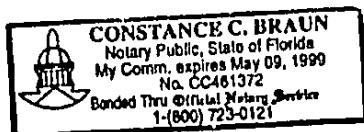
STATE OF FLORIDA)  
COUNTY OF BROWARD)

*[Signature]*  
Before me, the undersigned authority, this day personally appeared Robert E. Hensberry as President and Chairperson, said person having been duly identified to me in his capacity aforesaid and as the person who identified the foregoing instrument in my presence; and they acknowledged the execution thereof to be his free act and deed as such officer for the uses and purposes therein mentioned, and that the said instrument is the act and deed of the corporation.

SWORN to and SUBSCRIBED before me this 28<sup>th</sup> day of December, 1995.

*[Signature: Constance C. Braun]*  
Notary of Public, State of  
Florida at Large

My Commission Expires: 5/9/99



Personally Known ✓  
or Produced Identification N/A  
Type of Identification Produced: \_\_\_\_\_

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER AUGUST 7, 1996.  
AMOUNT DUE ON OR BEFORE 8/7/96: \$775 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$375.)

PERMIT  
CORPORATION  
ANNUAL REPORT  
1996



FLORIDA DEPARTMENT OF STATE  
TAMARA L. MATHIAS  
Secretary of State  
DIVISION OF CORPORATIONS

APPROVED  
AND  
FILED

07 SEP 13 1996

STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

DOCUMENT # P95000062209 (8)

GOLF BALLS -N- GOLF BALLS SEMINOLE, INC.



Principal Place of Business

Mailing Address

6525 4TH STREET NORTH  
ST. PETERSBURG FL 33702

6525 4TH STREET NORTH  
ST. PETERSBURG FL 33702

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 08/11/1995		3a. Date of Last Report	
21. State, Apt. #, etc.	26. State, Apt. #, etc.			4. FFI Number		Applied For <input checked="" type="checkbox"/> Not Applicable	
22. City & State	27. City & State			5. Certificate of Status Denied		<input type="checkbox"/> \$8.75 Additional Fee Required	
23. Zip	28. Zip			6. Election Campaign Financing Trust Fund Contribution		<input type="checkbox"/> \$5.00 May Be Added to Fees	
24. Country	29. Country			8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
9. Name and Address of Current Registered Agent				10. Name and Address of New Registered Agent			
SCHIFINO, WILLIAM J SCHIFINO & FLEISCHER, P.A. 201 N. FRANKLIN ST., SUITE 2700 - TAMPA FL 33602				01. Name			
				02. Street Address (P.O. Box Number is Not Acceptable)			
				03.			
				04. City			
				FL 05. Zip Code			

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of Section 607.0505, Florida Statutes.

SIGNATURE

(Signature Type: For printed names of the agent and the corporation)

(Name: For printed Agent's signature required when changing)

DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	D	11. TITLE	
NAME	HENSBERY, PHYLLIS W	12. NAME	
STREET ADDRESS	% 6525 4TH STREET NORTH	13. STREET ADDRESS	
CITY, ST, ZIP	ST. PETERSBURG FL 33702	14. CITY, ST, ZIP	
TITLE	D	21. TITLE	
NAME	BERMAN, LARRY	22. NAME	
STREET ADDRESS	% 6525 4TH STREET NORTH	23. STREET ADDRESS	
CITY, ST, ZIP	ST. PETERSBURG FL 33702	24. CITY, ST, ZIP	
TITLE	D	31. TITLE	
NAME	HENSBERY, ROBERT E	32. NAME	
STREET ADDRESS	% 6525 4TH STREET NORTH	33. STREET ADDRESS	
CITY, ST, ZIP	ST. PETERSBURG FL 33702	34. CITY, ST, ZIP	
TITLE		41. TITLE	
NAME		42. NAME	
STREET ADDRESS		43. STREET ADDRESS	
CITY, ST, ZIP		44. CITY, ST, ZIP	
TITLE		51. TITLE	
NAME		52. NAME	
STREET ADDRESS		53. STREET ADDRESS	
CITY, ST, ZIP		54. CITY, ST, ZIP	
TITLE		61. TITLE	
NAME		62. NAME	
STREET ADDRESS		63. STREET ADDRESS	
CITY, ST, ZIP		64. CITY, ST, ZIP	

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 617, Florida Statutes, and that my name appears in Block 12 or Block 13 of this report, or on an attachment with an address.

SIGNATURE:

(Signature and Typed or Printed Name of Signing Officer or Director)

Date of Filing