

P95000063564

WILLIAM L. JENNINGS, P.A.
ATTORNEY AT LAW

PA TRIOT SQUARE
1822 DREW STREET, SUITE B
CLEARWATER FLORIDA 34625

CIVIL TRIAL PRACTICE

(813) 443 3001
FAX (813) 449 0107

WILLIAM L. JENNINGS
(FL 0161)

August 14, 1995

Florida Department of State
Post Office Box 5588
Tallahassee, FL 32314

500001561745.
-08/16/95--01048--005
****122.50 ****122.50

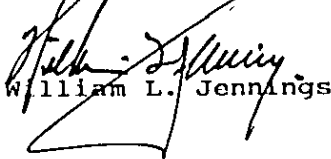
RE: FLORIDA OFF-SEASON GOLF, INC.

Enclosed please find original Articles of Incorporation for the above captioned. Also find my check in the amount of \$122.50 made payable to the Secretary of State.

Please file accordingly.

Sincerely,

WILLIAM L. JENNINGS, P.A.


William L. Jennings

WLJ/lpw
Enclosures

FILED
SECRETARY OF STATE
CORPORATION DIVISION
AUG 16 1995
TALLAHASSEE, FLORIDA

cf 8/17/95

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 APR 16 PM 12:29

ARTICLES OF INCORPORATION
OF
FLORIDA OFF-SEASON GOLF, INC.

ARTICLE I. CORPORATE NAME.

The name of this corporation is: FLORIDA OFF-SEASON GOLF,
INC.

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of share of stock that this corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock, having no par value.

ARTICLE IV. TERM OF EXISTENCE.

This corporation shall have perpetual existence, commencing upon the filing of these Articles.

ARTICLE V. REGISTERED AGENT, INITIAL REGISTERED OFFICE
AND ADDRESS OF CORPORATION

The Registered Agent and the street address of the initial Registered Office of this corporation in the State of Florida shall be: Billy Grass, 4890 Cypress Woods Boulevard, Palm Harbor, Florida, 34685.

The corporation's principal office and mailing address is:
4890 Cypress Woods Boulevard, Palm Harbor, Florida, 34685.

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII. INITIAL DIRECTOR

The name of the initial director of this Corporation and street address is:

Billy Grass
4890 Cypress Woods Boulevard
Palm Harbor, FL 34685

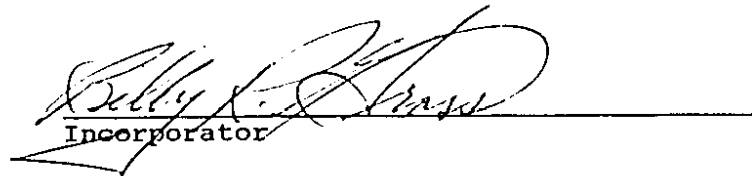
The person named as initial directors shall hold office for the first year of existence of this corporation or until their successors are elected or appointed and have qualified whichever occurs first.

ARTICLE VIII. INCORPORATOR.

The name and street address of the person signing these Articles of Incorporation as the Incorporator is: BILLY GRASS, 4890 Cypress Woods Boulevard, Palm Harbor, FL 34685.

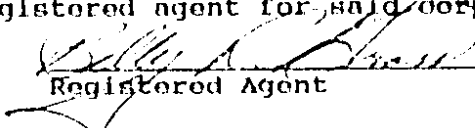
ARTICLE IX. AMENDMENT

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 at least a majority of the stock entitled to vote, 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 is made.


Incorporator

ACCEPTANCE BY REGISTERED AGENT

I, and hereby familiar with and accept the duties and responsibilities as registered agent for said corporation.



Registered Agent

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, a Notary Public, personally appeared BILLY GRASS, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on this 11 day of August, 1995. *ID DRIVER'S LICENSE*

My Commission Expires:



NOTARY PUBLIC



OFFICIAL SEAL
Gilbert P. Macpherson
My Commission Expires
April 28, 1996
Comm. No. CC 197181

FILED
STATE
SECRETARY OF CORPORATIONS
05 AUG 15 PM 12:29

P95000063564

Requestor's Name



Jilly Grass
4180 Cypress Woods Blvd
Palm Harbor, FL 34945-1109

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1. _____
(Corporation Name) (Document #)
- 2. _____
(Corporation Name) (Document #)
- 3. _____
(Corporation Name) (Document #)
- 4. _____
(Corporation Name) (Document #)

ATTENTION RESEARCH
-05/22/95 --01091--0001
*****35.00

- Walk in
- Mail out
- Pick up time _____
- Will wait
- Photocopy
- Certified Copy
- Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 22 PM 12:47

TLL MAY 29 1996

Examiner's Initials

ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: FLORIDA OFF-SEASON
GOLF, INC

SECOND: The articles of incorporation were filed on: August 16, 1995

THIRD: (CHECK ONE)
 None of the corporation's shares have been issued.
 The corporation has not commenced business.

FOURTH: No debt of the corporation remains unpaid.

FIFTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

SIXTH: Adoption of Dissolution (CHECK ONE)
 A majority of the incorporators authorized the dissolution.
 A majority of the directors authorized the dissolution.

Signed this 20 day of May, 1996

Signature Billy R. Grass, President
(By the chairman or vice chairman of the board, president, or other officer - if there are no officers or directors, by an incorporator.)

Billy R. Grass
(Typed or printed name)

PRESIDENT
(Title)

FILED
SECRETARY OF STATE
DIVISION
96 MAY 22 PM 12:47