

JAN-31 08 116 FROM: ATLAS PEARLMAN P... ID: 116+02+0007 PAGE 0/10

96000001471

Re Flim
1-2552 10:10 AM

1/31/96 FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: ATLAS, PEARLMAN, TROP & BORKSON, P.
DEPARTMENT OF STATE PO BOX 14610
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FT LAUDERDALE FL 33302-4610
CONTACT: BEVERLY F BRYAN
PHONE: (305) 763-1200
FAX: (305) 523-1952

((H96000001471))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: PROFOUND, INC.

FAX AUDIT NUMBER: H96000001471

CURRENT STATUS: REQUESTED

DATE REQUESTED: 01/31/1996

TIME REQUESTED: 10:10:27

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 4

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$122.50

ACCOUNT NUMBER: 076247002423

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** ENTER 'M' FOR MENU. **

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[#1] ☐ COMPUSER ☐ MENU ☐ 0:03:04 10:08a Capture Off

FILED
95 JAN 31 PM 1:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
95 JAN 31 PM 12:46
DIVISION OF CORPORATIONS

FILED
05 JAN 31 PM 1:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
PROFOUND, INC.**

The undersigned, a natural person competent to contract, does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

**ARTICLE I
CORPORATE NAME**

The name of this Corporation shall be: ProFound, Inc.

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is 200 E. Las Olas Blvd., Suite 1900, Ft. Lauderdale, FL 33301.

**ARTICLE III
NATURE OF CORPORATE BUSINESS AND POWERS**

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

**ARTICLE IV
CAPITAL STOCK**

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be 1,000 shares of common stock, par value \$.001 per share.

H96000001471

CHARLES B. PEARLMAN, ESQ., FL BAR # 235547
ATLAS, PEARLMAN, TROP & BORKSON, P.A.
200 EAST LAS OLAS BOULEVARD, SUITE 1900
FORT LAUDERDALE, FLORIDA 33301
PHONE NO.: (305) 763-1200

H96000001471

ARTICLE V
TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VI
REGISTERED AGENT AND
INITIAL REGISTERED OFFICE IN FLORIDA

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

South Florida Registered Agents, Inc.
200 East Las Olas Blvd, 19th Floor
Fort Lauderdale, Florida 33301

ARTICLE VII
INITIAL DIRECTORS

The name and address of the initial Directors of this Corporation are:

Charles B. Pearlman
200 East Las Olas Blvd., Suite 1900
Ft. Lauderdale, FL 33301

The persons 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 of the person signing these Articles of Incorporation as the Incorporator is Charles B. Pearlman, 200 East Las Olas Blvd., Suite 1900, Ft. Lauderdale, FL 33301.

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**ARTICLE IX
INDEMNIFICATION**

This Corporation may indemnify any director, officer, employee or agent of the Corporation to the fullest extent permitted by Florida law.

**ARTICLE X
AFFILIATED TRANSACTIONS**

This Corporation expressly elects not to be governed by Section 607.0801 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

IN WITNESS WHEREOF, the undersigned Incorporator has executed the foregoing Articles of Incorporation on the 29th day of January, 1996.


Charles B. Pearlman, Incorporator

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96 JAN 31 PM 1:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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P96000009803

MAR-07-10 11:10 FROM: AtlasPearlmanTropBorkson ID:0047007000

PAGE 1/2

3/07/96

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING CONFIRMATION

11:17 AM

YOU HAVE REQUESTED TO SUBMIT THE FOLLOWING DOCUMENT

TYPE: EFIL17
CORPORATE NAME: PROFOUND, INC.

SUB-ACCOUNT NUMBER:
METHOD OF DELIVERY: F
FAX PHONE NUMBER: (305) 523-1952
MAILING NAME/ADDRESS: ATLAS, PEARLMAN, TROP & BORKSON, P.A.
PO BOX 14610
FT LAUDERDALE

FL 33302-4610 US

CERTIFICATE(S) REQUESTED: NO
ESTIMATED CHARGES: \$87.50

IF THE ABOVE INFORMATION IS CORRECT, AND YOU WOULD LIKE TO HAVE THE ACCOUNT CHARGED PLEASE ENTER YOUR PASSWORD. TO ABANDON THIS PROCESS, ENTER 'N'.

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[#1] ☐ COMPUSER ☐ MENU ☐ 0:03:58 ☐ 11:20am Capture Off

3/07/96

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM

11:18 AM

((H96000003258)))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS FROM: ATLAS, PEARLMAN, TROP & BORKSON, P.A.
DEPARTMENT OF STATE PO BOX 14610
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FT LAUDERDALE FL 33302-4610

CONTACT: KATHY E RASLER

PHONE: (305) 763-1200

FAX: (305) 523-1952

((H96000003258)))

DOCUMENT TYPE: BASIC AMENDMENT

NAME: PROFOUND, INC.

FAX AUDIT NUMBER: H96000003258

DATE REQUESTED: 03/07/1996

CERTIFIED COPIES: 1

NUMBER OF PAGES: 1

ESTIMATED CHARGE: \$87.50

CURRENT STATUS: REQUESTED

TIME REQUESTED: 11:17:53

CERTIFICATE OF STATUS: 0

METHOD OF DELIVERY: FAX

ACCOUNT NUMBER: 076247002423

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3/07/96

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM

11:18 AM

((H96000003258)))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS FROM: ATLAS, PEARLMAN, TROP & BORKSON, P.A.
DEPARTMENT OF STATE PO BOX 14610
STATE OF FLORIDA

W96-5101

0050, 00586, 00674, 00671

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Junda



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

March 7, 1996

PROFOUND, INC.
200 E. LAS OLAS BLVD.
SUITE 1900
FT. LAUDERDALE, FL 33301

SUBJECT: PROFOUND, INC.
REF: P96000009803

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

The FAX audit number must be on the top and bottom of each page of the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6902.

Linda Stitt
Corporate Specialist

FAX Aud. #: H96000003258
Letter Number: 396A00010303



FLORIDA DEPARTMENT OF STATE
Sandra H. Morham
Secretary of State

March 12, 1996

PROFOUND, INC.
200 E. LAS OLAS BLVD.
SUITE 1900
FT. LAUDERDALE, FL 33301

SUBJECT: PROFOUND, INC.
REF: P96000009803

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The FAX audit number must be on the top and bottom of each page of the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6902.

Linda Stitt
Corporate Specialist

FAX Aud. #: H96000003256
Letter Number: 696A00010887

Division of Corporations P.O. BOX 6327 - Tallahassee, Florida 32314

H96000003258

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
PROFOUND, INC.**

FILED
96 MAR 13 PM 3:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1006 of the Business Corporation Act of the State of Florida, the undersigned Secretary of PROFOUND, INC., a corporation organized and existing under and by virtue of the Business Corporation Act of the State of Florida, do hereby certify that pursuant to Written Consent of all of the Directors and the Shareholders dated March 5, 1996, the Shareholders and Directors approved the amendment to the Corporation's Articles of Incorporation as follows:

ARTICLE I of the Articles of Incorporation of this Corporation shall be amended to read as follows:

**"ARTICLE I
CORPORATE NAME**

The name of this Corporation shall be: PROFOUND GOLF, INC.

The foregoing amendment was adopted by the Directors and the Shareholders of the Corporation by Written Consent dated March 5, 1996, pursuant to Section 607.0821.

IN WITNESS WHEREOF, the undersigned, being the Secretary of this Corporation has executed these Articles of Amendment to the Articles of Incorporation as of March 6, 1996.

H96000003258

PROFOUND, INC.
A Florida Corporation

By: 
Charles B. Pearlman, Secretary

CHARLES B. PEARLMAN, ESQ. #235542
ATLAS, F. ARIMAN, TROP & BORKSON, P.C.
260 E. Las Olas, Suite 1900
Ft. Lauderdale, FL 33301
(954) 766-7843