

FEB 07 '96 11:25 TO 19049224000

FROM Hicks and MacDuarrie T-487 P.01

2/06/96
11:34 AM

FLORIDA DIVISION OF CORPORATIONS

TO: DEPARTMENT OF STATE
MACDURRIE
FROM: DANIEL HICKS, P.A. HICKS &

DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
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FAX: (904) 922-4000

2303 SE 17TH ST., STE. 201
P.O. BOX 1088 (34470)
OCALA FL 34471-00009-0000

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FAX: (904) 351-2284

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION

((H96000001735)))
OR P.A.

NAME: MAJOR HACKERS GOLF GEAR, INC.

FAX AUDIT NUMBER: H96000001735

DATE REQUESTED: 02/06/1996

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TALLAHASSEE, FLORIDA

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FEB 07 '96 15:27 TO 19049224000

FROM Hicks and MacQuarrie T-415 P.02



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

February 7, 1996

DANIEL HICKS, P.A.

OCALA, FL

SUBJECT: MAJOR HACKERS GOLF GEAR, INC.
REF: W96000002824

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.

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) 487-6934.

Loria Poole
Corporate Specialist

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Letter Number: 396A00005357

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FROM Hicks and MacQuarrie T-41

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TALLAHASSEE, FLORIDA

((H96000001735))

**ARTICLES OF INCORPORATION
OF
MAJOR HACKERS GOLF GEAR, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation act, does hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of the Corporation shall be: **MAJOR HACKERS GOLF GEAR, INC.**

ARTICLE II

ADDRESS

The address of the principal office of the Corporation is 1755 S.E. 7th Street, Ocala, FL 34471 and the mailing address of the Corporation is the same.

ARTICLE III

EXISTENCE OF CORPORATION

This Corporation shall have perpetual existence.

ARTICLE IV

BUSINESS, OBJECTS OR PURPOSE

The general nature of the business to be transacted by this Corporation or the objects or purposes of the Corporation shall be as follows:

1. To engage in and transact any lawful business for which corporation may be incorporated under the Florida Business Corporation Act and other incorporation laws of the State of Florida. No other purpose limits this general purpose in any way.

Prepared By:
Daniel Hicks, P.A.
2303 S.E.-17th St. Ste. 201
Ocala, FL 34471
Telephone: (352) 361-3353
Florida Bar # 145139

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2. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE V

AUTHORIZED SHARES

The aggregate number of shares which the Corporation is authorized to issue is 100 shares of common stock. Such shares shall be of a single class and shall have a par value of \$.10.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 1755 S.E. 7th Street, Ocala, FL 34471 and the Initial Registered Agent at that address is WILLIAM H. ALLISON, JR.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors is one (1). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of the Initial Director of the Corporation is:

William H. Allison, Jr. 1755 S.E. 7th St. Ocala, FL 34471

ARTICLE VIII

INCORPORATORS

The name and address of the Incorporator is as follows:

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William H. Allison, Jr.

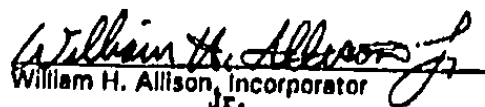
1755 S.E. 7th St. Ocala, FL 34471

ARTICLE IX

AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 7th day of February, 1996.


William H. Allison, Jr., Incorporator

STATE OF FLORIDA

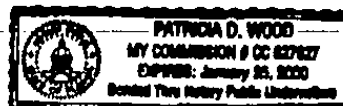
COUNTY OF MARION

Before me personally appeared WILLIAM H. ALLISON, JR. Incorporator, to me personally known, and well known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 7th day of February, 1996.


Notary Public, State of Florida

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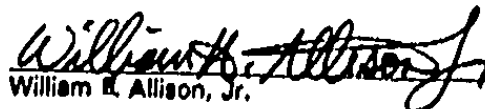
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FROM Hicks and MacQuarrie T-415 P.07

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**ACCEPTANCE BY DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated Corporation at the place designated in this statement, 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.


William R. Allison, Jr.

Date: February 7, 1996

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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