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ATTORNEYS AND COUNSELLORS AT LAW

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INDIALANTIC, FLORIDA 32903 0648
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February 16, 1996

State of Florida
Department of State
Corporate Division
Post Office Box 6327
Tallahassee, Florida 32314

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-02/20/96--01055--013
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Re: YE OLDE GOLF SHOPPE OF CENTRAL FLORIDA, INC.

Dear Sirs:

Enclosed please find an original and one copy of Articles of Incorporation for "Ye Olde Golf Shoppe of Central Florida, Inc." Also enclosed is our firm's check in the amount of \$122.50 to cover the filing fees. The breakdown of the filing fees on this corporation is as follows:

\$ 35.00	Filing fee
35.00	Certificate of designation of registered agent
<u>52.50</u>	Certified copy
\$122.50	

Kindly file the original Articles of Incorporation in your offices and return the copy to us in the enclosed self-addressed stamped envelope I have enclosed for your convenience.

Thank you for your attention to this matter. If you should have any questions, I would be pleased to hear from you.

Yours very truly,

Karen K. Barlow
Karen K. Barlow

/cd
Enclosures

2/20/96
TK

**ARTICLES OF INCORPORATION
OF
YE OLDE GOLF SHOPPE OF CENTRAL FLORIDA, INC.**

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of the corporation is YE OLDE GOLF SHOPPE OF CENTRAL FLORIDA, INC.

ARTICLE II - EFFECTIVE DATE AND DURATION

The effective date of incorporation of the corporation is the date of filing of these Articles with the Florida Secretary of State. The period of duration of the corporation is perpetual.

ARTICLE III - PURPOSE

The purpose or purposes for which the corporation is organized are to engage on and in all lawful business and to do everything necessary, proper, advisable or convenient for the accomplishment of said purposes and to do all other things incidental to them or connected with them that are not forbidden by the Florida Corporation Laws or by other law or by these Articles of Incorporation and to carry out the said purposes in any state, territory, district or possession of the United State or in any foreign country to the extent that these purposes are not forbidden by the law of the state, territory, district or possession of the United States or by the foreign country.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue ONE THOUSAND (1000) shares of ONE DOLLAR (\$1.00) par value common stock.

ARTICLE V - REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of this corporation is 504 South River Oaks Drive, Indialantic, Florida 32903. The initial Registered Agent of this corporation is Carl T. Smedberg, whose address is 504 South River Oaks Drive, Indialantic, Florida 32903.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director initially. The number of directors may be increased from time to time by the by-laws, but shall never be more than five (5). The name and address of the initial director of this corporation is:

CARL T. SMEDBERG
504 South River Oaks Drive
Indialantic, Florida 32903

ARTICLE VII - INCORPORATORS

The name and address of the initial incorporator is as follows:

CARL T. SMEDBERG
504 South River Oaks Drive
Indialantic, Florida 32903

ARTICLE VIII - INDEMNIFICATION

This corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or appeal any provisions contained in these Articles of Incorporation or any amendment hereto and any right conferred upon the shareholders is

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

That YE OLDE GOLF SHOPPE OF CENTRAL FLORIDA, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at 504 South River Oaks Drive, Indialantic, Florida 32903, has named CARL T. SMEDBERG located at 504 South River Oaks Drive, Indialantic, Florida 32903, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.


By: CARL T. SMEDBERG
Registered Agent

subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 16th day of February, 1996.

Carl T. Smedberg
CARL T. SMEDBERG

STATE OF FLORIDA)
)
COUNTY OF BREVARD)

The foregoing instrument was acknowledged before me this 16th day of February, 1996 by CARL T. SMEDBERG, who is known to me personally or ~~who produced~~ _____ as ~~identification~~, and who ~~did~~ (did not) take an oath.

Christine C. DeBoden
Notary Public, State of Florida

My Commission Expires:

Printed Name of Notary Public

