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April 12, 1996

FILED
APR 15 1996
TALLAHASSEE, FLORIDA

Florida Department of State
Division of Corporations
407 East Gaines
P. O. Box 6327
Tallahassee, Florida 32302

100001781131
-04/15/96--01149--012
***122.50 ***122.50

Gentlemen:

Enclosed is my Trust Account check No. 3243 in the amount of \$122.50 and two original Articles of Incorporation for filing of the following business:

APPLEMAN GOLF ENTERPRISES, INC.

Please return a certified copy of the filing by Federal Express, using the enclosed airbill.

Thank you for your attention to this matter.

Very truly yours,


Libo B. Fineberg

LBF/bn
Enc.

4-17-96
LB

ARTICLES OF INCORPORATION
OF
APPLEMAN GOLF ENTERPRISES, INC.

FILED
MAR 15 1967
CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA

The undersigned Incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I NAME

The name of the corporation shall be
APPLEMAN GOLF ENTERPRISES, INC.

ARTICLE II NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 5,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV ADDRESS

The principal place of business of this corporation shall be 7940 N.W. 8th Street, Margate, FL 33063, and the mailing address shall be the same.

ARTICLE V TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitations set forth in these Articles of Incorporation. This corporation shall have three Directors initially. The names and addresses of the initial members of the Board of Directors are:

Scott A. Appleman	G. David Romo	Peter K. Conlon
7940 N.W. 8th Street	23200 Camino Del Mal	71 Lariat Circle
Margate, FL 33063	Boca Raton, FL 33433	Boca Raton, FL 33487

ARTICLE VII OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Scott A. Appleman	President
7940 N.W. 8th Street, Margate, FL 33063	
G. David Romo	Sr. Vice President, General Manager
23200 Camino Del Mal, #309, Boca Raton, FL 33433	
Peter K. Conlon	Secretary, Treasurer
71 Lariat Circle, Boca Raton, FL 33487	

ARTICLE VIII INCORPORATOR

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

Libo B. Fineberg, Esq., 3500 Gateway Drive, Suite 201, Pompano Beach, Florida, 33069.

ARTICLE IX REGISTERED AGENT

The name and address of the initial Registered Agent and Registered Office is:

Libo B. Fineberg, Esq., 3500 Gateway Drive, Suite 201, Pompano Beach, Florida, 33069.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal to these Articles of Incorporation on this 11th day of APRIL, 1996.



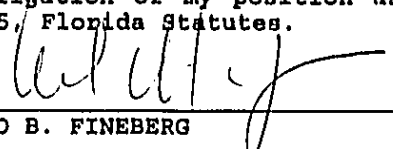
LIBO B. FINEBERG

ACCEPTANCE OF REGISTERED AGENT DESIGNATED

IN ARTICLES OF INCORPORATION

Having been named as Registered Agent and to accept service of process for APPLEMAN GOLF ENTERPRISES, INC., at the place designated in the Articles of Incorporation, I 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as Registered Agent under Section 607.0505, Florida Statutes.


LIBO B. FINEBERG

Date: APRIL 12, 1986