

P960000349/7

TRANSMITTAL LETTER

FILED
MAR 19 2 06 PM '96
TALLAHASSEE, FL 32314

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Golf Products Discounters, Inc.
(Proposed corporate name - must include suffix)

100001787611
-04/19/96--01084--007
*****70.00 *****70.00

Enclosed is an original and one (1) copy of the articles of incorporation and a check
for :

☒ \$70.00 ☐ \$78.75 ☐ \$122.50 ☐ \$131.25

FROM: Jeffery M. Parrott
Name (printed or typed)
1213 13th Circle SE
Address
Largo, FL 34641
City, State & Zip
813-530-0666
Daytime Telephone number

4/20/96
TD

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF
GOLF PRODUCTS DISCOUNTERS, INC.

.....
We, the undersigned subscribers, for the purpose of forming
a corporation under the Florida General Corporation Act, do
hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME OF CORPORATION

The name of the Corporation shall be:

Golf Products Discounters, Inc.

ARTICLE II - TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE III - ADDRESS

The principal office and mailing address of the corporation
shall be:

1250 Seminole Blvd.
Largo, FL 34640

ARTICLE IV - PURPOSE

The corporation has been organized to engage in the business
of importing and wholesaling golf club components, and any and
all other lawful business for which corporations may be incorpor-
ated under Chapter 607, Florida Statutes.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of common stock, having a par value of \$.10 per share.

The stock as aforesaid shall be paid for in lawful money of the United States, or in property, labor or services at a just valuation to be fixed by the incorporators, or by the Board of Directors at a meeting to be called for that special purpose.

All voting power of this corporation shall be vested in the common stock above designated.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

Tung Mau Liu

2571 Eagles Crossing Drive
Clearwater, FL 34622

Jeffery M. Parrott

1213 13th Circle SE
Largo, FL 34641

ARTICLE VIII - SUBSCRIBERS

The names and addresses of the subscribers of these Articles of Incorporation, the number of shares of stock which they agree to take and the value of the consideration therefore are:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>VALUE</u>
Tung Mau Liu	2571 Eagles Crossing Dr. Clearwater, FL 34622	800	\$ 80
Jeffery M. Parrott	1213 13th Circle SE Largo, FL 34641	200	20

ARTICLE IX - POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE X - REGISTERED AGENT

The name and address of the initial registered agent is:

Jeffery M. Parrott	1213 13th Circle SE Largo, FL 34641
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HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THESE ARTICLES OF INCORPORATION, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.



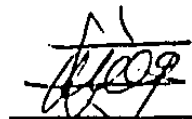
Jeffery M. Parrott, Registered agent

ARTICLE XI - 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 the stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written agreement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, we, the undersigned subscribers, have executed these Articles of Incorporation this ____ day of April, 1996.



Tung Mau Liu



Jeffery M. Parrott

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared TUNG MAU LIU and JEFFERY M. PARROTT, who are personally known to me or who produced FLDL Pg 30-433-53-169 2FLDL Loc 0-800-49-108 as identification and who are known by me to be the persons who executed the foregoing Articles of Incorporation; and acknowledged before me that they executed those Articles of Incorporation.

WITNESS my hand and official seal this 16th day of April, 1996.



Notary Public

My commission expires: 10/15/96



**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Golf Products Discounters, Inc.

2. The name and address of the registered agent and office is:

Jeffery M. Parrott
(Name)

1213 13th Circle SE
(P.O. Box not acceptable)

Largo, FL 34641
(City/State/Zip)

FILED
05 APR 19 AM 8:06
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 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.


(Signature)

4/12/96
(Date)