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April 16, 1996

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Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32301

Re: Redtur Golf, Inc.

Gentlemen:

Enclosed are the original and one copy of the Articles of Incorporation for the above corporation. Please file the original and return a certified copy to us. The Registered Agent Designation is attached to the Articles.

The firm's check in the amount of \$122.50 is enclosed in payment of the following items:

Filing Fee, Articles of Incorporation	\$35.00
Filing fee, Registered Agent Designation	35.00
Certified copy of Articles of Incorporation	52.50

Thank you for your assistance in this matter.

Yours very truly,


William C. Potter

WCP:fn
Enclosure

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR 19 AM 10:51

4/23/96

95 APR 18 AM 10:51

**ARTICLES OF INCORPORATION
OF
REDTUR GOLF, INC.**

ARTICLE I - NAME

The name of this corporation is REDTUR GOLF, INC..

ARTICLE II - DURATION

This corporation shall exist perpetually, commencing at the time of filing these articles with the Secretary of State of the State of Florida.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Thousand (1000) shares of common stock, which shall be designated "Common Shares".

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the principal office and initial registered office of this corporation is 700 South Babcock Street, Suite 400, Melbourne, FL 32901, and the name and address of the initial registered agent of this corporation at that address is WILLIAM C. POTTER, 700 S. Babcock Street, Suite 400, Melbourne, FL 32901.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director 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. The name and address of the initial director of this corporation is:

DONALD J. TUREK
478 Ballard Drive, Suite 17
Melbourne, FL 32935

ARTICLE IX - INCORPORATORS

The name and address of the incorporator of the corporation is:

DONALD J. TUREK
478 Ballard Drive, Suite 17
Melbourne, FL 32935

ARTICLE X - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

ARTICLE XI - CALLING OF SPECIAL MEETINGS

Special meetings of shareholders may be called by the Board of Directors.

ARTICLE XII - SHAREHOLDER QUORUM AND VOTING

Fifty-One percent (51%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of fifty-one percent (51%) of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XIII - INDEMNIFICATION

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

ARTICLE XIV - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any

amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation this 16th day of April, 1996.

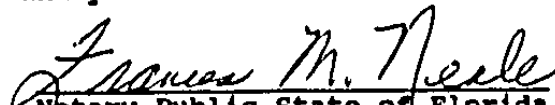


DONALD J. TUREK

STATE OF FLORIDA)
) SS
COUNTY OF BREVARD)

BE IT KNOWN that on the 16th day of April, 1996, before me, a Notary Public in and for the State of Florida duly commissioned and sworn, dwelling in Brevard County, personally came and appeared DONALD J. TUREK to me personally known or who has produced a driver's license as identification and who did not take an oath.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed my seal of office the day and year last above written.



Notary Public State of Florida
Name: Frances M. Neale
Commission No.: _____
Commission Expires: _____



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 APR 18 AM 10:51

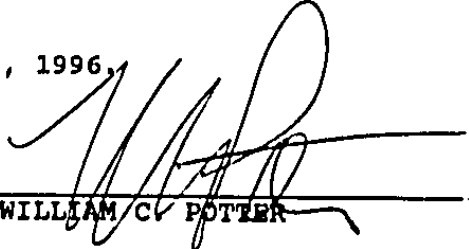
ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

OF

REDTUR GOLF, INC.

I understand the duties of and hereby accept appointment as the registered agent of REDTUR GOLF, INC., at the initial registered office of the Corporation at 700 South Babcock Street, Suite 400, Melbourne, FL 32901.

Dated this 16th day of April, 1996.



WILLIAM C. POTTER