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CORPORATION(S) NAME

Western Toy of Pensacola, Inc.

Profit - Articles

NonProfit

Amendment

Merger

Limited Liability Company

Dissolution/Withdrawal

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CR2E031 (1-89)

ARTICLES OF INCORPORATION
OF
WESTERN GOLF OF PENSACOLA, INC.

FILED
96 JUN 11 PM 2:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, ROBERT D. HART, JR., a natural person competent to contract, hereby presents these Articles of Incorporation for the formation of a corporation under the provisions of Chapter 607, Florida Statutes.

ARTICLE I - NAME

The name of this corporation is WESTERN GOLF OF PENSACOLA, INC.

ARTICLE II - PRINCIPAL OFFICE

The address of the principal office of the corporation is 7711 East Greenway Road, Scottsdale, Arizona 85260.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business under the laws of the State of Florida and the laws of the United States.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one million (1,000,000) shares of \$1.00 par value common stock.

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI - RESTRICTIONS ON TRANSFER OF STOCK

Unless waived by written agreement among this corporation and its shareholders, shares held by persons receiving shares in the initial issue of stock in this corporation may not be resold to

other persons unless such shares are first offered to this corporation, and, if not so purchased, then to the other shareholders at the price and terms identical to the proposed sale to a third person. The restrictions contained in this Article VI may be modified by a separate written agreement among the corporation and the shareholders receiving shares in the initial issuance of stock of the corporation.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The address of the initial registered office of this corporation shall be 1200 South Pine Island Road, Plantation, Florida 35324, and the name of the initial registered agent of this corporation at that address is C T Corporation System.

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 of the corporation, but shall never be less than one (1). The name and address of the initial director of this corporation are:

Joe Black
7711 East Greenway Road
Scottsdale, AZ 85260

ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles are:

Robert D. Hart, Jr.
125 W. Romana Street, Suite 800
Pensacola, FL 32501

ARTICLE X - COMMENCEMENT OF CORPORATE EXISTENCE

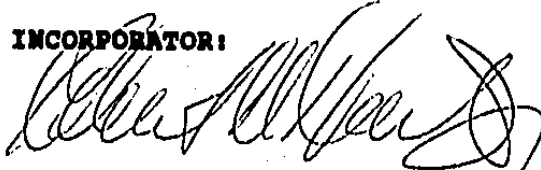
The date for commencement of this corporation's existence shall be the 11th day of June, 1996.

ARTICLE XI - 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 incorporator has executed these Articles of Incorporation on the 10th day of June, 1996.

INCORPORATOR:



ROBERT D. HART, JR.

REGISTERED AGENT ACCEPTANCE

I do hereby accept the foregoing designation as registered agent of WESTERN GOLF OF PENSACOLA, INC. Further, I am familiar with and accept the duties and obligations of such designation.

C T CORPORATION SYSTEM

Connie Bryan

CONNIE BRYAN
SPECIAL ASSISTANT SECRETARY

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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