

P96000087801

Golf Universe, Inc.

(A FLORIDA CORPORATION IN FORMATION)

166 Everglades Avenue, Palm Beach, FL 33480-561-833-5828

October 16, 1996

Secretary of State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

500001984235--5
-10/23/96--01065--013
****122.50 ****122.50

Dear Sir:

Enclosed are two copies of the Articles of Incorporation of the above corporation and two copies of the designation of registered agent.

Please file these documents at your earliest convenience.

Enclosed is the fee for incorporation and certification of \$122.50.

Yours very truly,



Rene von Richthofen
Subscriber
Registered Agent
Incorporator

FILED
DIVISION OF STATE
CORPORATIONS
95 OCT 23 PM 1:15

of 10/24/96

ARTICLES OF INCORPORATION
OF
GOLF UNIVERSE, INC.

FILED
SECRETARY OF STATE
CORPORATIONS
95 007 23 PM 1:15

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

GOLF UNIVERSE, INC.

The principal place of business of this corporation shall be 166 Everglades Avenue, Palm Beach, Florida 33480.

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 100,000 shares of Common Stock having a par value of \$0.001 per share.

ARTICLE IV. INITIAL REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 166 Everglades Ave., Palm Beach, Florida 33480 and the name of the initial registered agent of the corporation at that address is Rene von Richthofen.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

This corporation shall have no Directors, initially. The affairs of the corporation will be managed by the shareholders until such time Directors are designated as provided by the Bylaws.

ARTICLE VII. INCORPORATOR

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

Rene von Richthofen

166 Everglades Avenue
Palm Beach, Florida 33480

21 IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this day of October, 1996.

Rene v. Rich (SEAL)
Rene von Richthofen, Incorporator
and Subscriber

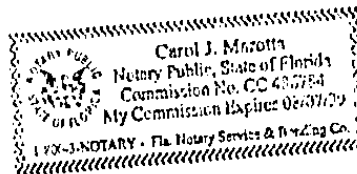
STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 21 day of October, 1996, by Rene von Richthofen.

Carol J. Marotta
Notary Public, State of Florida at Large

My Commission Expires: 8/7/99



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

NOTARY PUBLIC
STATE OF FLORIDA
05 OCT 1996 11:15

The following is submitted pursuant to Sections 48.091(1) and 607.034, Florida Statutes:

Golf Universe, Inc., desiring to organize under the laws of the State of Florida being in the County of Palm Beach, at 166 Everglades Avenue, Palm Beach, Florida has named RENE VON RICHTHOFEN at 166 Everglades Avenue, Palm Beach, Florida 33480 as its initial registered agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the initial registered office of the Corporation in this State, I hereby accept to act in this capacity and agree to comply with the provisions of said statute relative to keeping the registered office of the corporation open from 10:00 a.m. to noon each day except Saturdays, Sundays and legal holidays, and to post therein a sign designating the name of the corporation and name of its registered agent.

Date: October 21, 1996

BY:

Rene v. Richthofen
Rene von Richthofen, Registered Agent

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 21 day of October, 1996, by Rene von Richthofen.

Carol J. Marotta
Notary Public, State of Florida at Large

My Commission Expires: 8/7/99

