

P96000089561

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 Onn Day Service Two Day Service

To us via _____ Return via _____

Mallor No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

96000089561 11:02

162 OCT 3

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE _____	_____	_____	_____
TIME _____	_____	_____	CK No. _____
BY <u>RAK</u>	_____	_____	_____

WALK-IN Will Pick Up 1031/1100

RE: Jupiter Golf Enterprises, Inc

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™	_____	_____
<input checked="" type="checkbox"/> Art. of Inc. Fila	_____	_____
<input checked="" type="checkbox"/> Corp. Record Search	_____	_____
<input checked="" type="checkbox"/> Ltd. Partnership Fila	_____	_____
<input checked="" type="checkbox"/> Foreign Corp. Fila	_____	_____
<input checked="" type="checkbox"/> (+) Cert. Copy(s)	_____	_____
<input type="checkbox"/> Art. of Amend. Fila	_____	_____
<input type="checkbox"/> Dissolution/Withdrawal	_____	_____
<input type="checkbox"/> C U S	_____	_____
<input type="checkbox"/> Fictitious Name Fila	_____	_____
<input type="checkbox"/> Name Reservation	_____	_____
<input type="checkbox"/> Annual Report/Reinstatement	_____	_____
<input type="checkbox"/> Reg. Agent Service	_____	_____
<input type="checkbox"/> Document Filing	_____	_____
<input type="checkbox"/> Corporate Kit	_____	_____
<input type="checkbox"/> Vehicle Search	_____	_____
<input type="checkbox"/> Driving Record	_____	_____
<input type="checkbox"/> Document Retrieval	_____	_____
<input type="checkbox"/> UCC 1 or 3 Fila	_____	_____
<input type="checkbox"/> UCC 11 Search	_____	_____
<input type="checkbox"/> UCC 11 Retrieval	_____	_____
<input type="checkbox"/> File No.'s, _____ Copies	_____	_____
<input type="checkbox"/> Courier Service	_____	_____
<input type="checkbox"/> Shipping/Handling	_____	_____
<input type="checkbox"/> Phone () _____	_____	_____
<input type="checkbox"/> Top Priority	_____	_____
<input type="checkbox"/> Express Mail Prop.	_____	_____
<input type="checkbox"/> FAX () _____ pgs.	_____	_____

SUBTOTALS _____

FEE.....	\$ _____
DISBURSED.....	\$ _____
SURCHARGE.....	\$ _____
TAX on corporate supplies.....	\$ _____
SUBTOTAL.....	\$ _____
PREPAID.....	\$ _____
BALANCE DUE.....	\$ _____

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

ARTICLES OF INCORPORATION
OF
JUPITER GOLF ENTERPRISES, INC.

FILED
95 OCT 31 AM 11:32
A

ARTICLE I - NAME

The name of the Corporation is JUPITER GOLF ENTERPRISES, INC. (hereinafter called the "Corporation").

ARTICLE II - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have the authority to issue is 1,000 shares of Common Stock, \$.01 par value per share.

ARTICLE III - MAILING ADDRESS

The current mailing address of the principal place of business of the Corporation is 104 Ocean Dunes Circle, Jupiter, Florida, 33477.

ARTICLE IV - INITIAL BOARD OF DIRECTORS

The Corporation's Board of Directors (the "Board") shall consist of not fewer than one (1) nor more than five (5) directors, and shall initially consist of two (2). The number of directors within these limits may be increased or decreased from time to time as provided in the By-laws of the Corporation. The names of the initial directors of the Corporation are:

MICHAEL A. ANGELICCHIO

JOHN HARRISON HOUGH

ARTICLE V - INITIAL REGISTERED AGENT

The street address of the initial registered office of the Corporation is 104 Ocean Dunes Circle, Jupiter, Florida, 33477. The name of the initial registered agent of the Corporation at that address is MICHAEL A. ANGELICCHIO.

ARTICLE VI - INCORPORATOR

The name and address of the incorporator of the Corporation is JOHN HARRISON HOUGH, 7 Alnwick Road, Palm Beach Gardens, Florida, 33418.

ARTICLE VII - LIMITATION ON DIRECTOR LIABILITY

A director shall not be personally liable to the Corporation or the holders of shares of capital stock for monetary damages for breach of fiduciary duty as a director, except (i) for any breach of the duty of loyalty of such director to the Corporation or such holders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 607.0831 of the Florida Business Corporation Act (the "FBCA"), or (iv) for any transaction from which such director derives an improper personal benefit. If the FBCA is hereafter amended to authorize the further or broader elimination or limitation of the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the FBCA, as so amended. No repeal or modification of this Article VII shall adversely affect any right of or protection afforded to a director of the Corporation existing immediately prior to such repeal or modification.

ARTICLE VIII - INDEMNIFICATION

The Corporation shall indemnify and advance expenses to, and may purchase and maintain insurance on behalf of, its officers and directors to the fullest extent permitted by law as now or hereafter in effect. Without limiting the generality of the foregoing, the By-laws may provide for indemnification and advancement of expenses to officers, directors, employees and agents on such terms and conditions as the Board may from time to time deem appropriate or advisable.


ARTICLE IX - BY-LAWS

The Board shall have the power to adopt, amend or repeal the By-laws of the Corporation or any part thereof.

ARTICLE X - AMENDMENT

These Articles of Incorporation may be altered, amended or repealed by the shareholders of the Corporation in accordance with the applicable provisions of Florida law.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation
this 8 day of October, 1996.



JOHN HARRISON HOUGH
Incorporator

**CONSENT OF REGISTERED AGENT
OF
JUPITER GOLF ENTERPRISES, INC.**

The undersigned, Michael A. ANGELICCHIO, whose business address is 104 Ocean Dunes Circle, Jupiter, Florida, 33477, hereby accepts appointment as the initial registered agent of JUPITER GOLF ENTERPRISES, INC., a Florida corporation, and accepts the obligations provided for in Section 607.0505, Florida Statutes.



MICHAEL A. ANGELICCHIO, Registered Agent

FILED
96 OCT 31 PM 11:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA