

P96000092310

NEW OFFICES
BOOSE, CARRY, CIKLIN, LUBITZ, MARTENS, MCBRANE & O'CONNELL
MEMBERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS

JOSEPH L. ACKERMAN, JR.
RUFUS O. ALEXANDER, P.A.
JERALD B. BEEH, P.A.
WILLIAM R. BOOSE, III, P.A.
JOHN D. BOYKIN, P.A.
LONNIE K. BROWNE
PATRICK J. CASEY, P.A.
PATRICIA M. CHRISTIANSEN
ALAN J. CIKLIN, P.A.
MICHAEL W. CONNORS
ROBERT L. CRANE, P.A.
RONALD E. CRESCENZO
MARC B. DOBIN
JACOB S. HASELKORN
W. JAY HUNSTON, JR., P.A.

DEBRA A. JENKS, P.A.
BRIAN B. JOBLYN, P.A.
GREGORY B. KING
CHARLES A. LUBITZ, P.A.
EDWIN C. LUNSFORD
RICHARD L. MARTENS, P.A.
LOUIS H. MCBRANE, P.A.
TIMOTHY P. MCCARTHY, P.A.
BRIAN M. O'CONNELL, P.A.
PHIL D. O'CONNELL, JR., P.A.
J. KORY PARKHURST
CHARLES L. PICKETT, JR.
TIMOTHY J. ROOKS
JOHN R. YOUNG, P.A.

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PHILLIP D. O'CONNELL, Sr. (1907-1987)

OF COUNSEL
JULIE ANN ALLISON
JOHN L. REMIEN

NORTHBRIAR TOWEN 5th FLOOR
815 NORTH FLAGLER DRIVE
WEST PALM BEACH, FLORIDA 33401
TELEPHONE (561) 832-5900
TELECOPIER (561) 833-4209

MAILING ADDRESS
P.O. BOX 4828
WEST PALM BEACH, FL 33402-4828

September 5, 1996

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

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-09/09/96--01040--003
*****70.00 *****70.00

Re: High Technology Golf Partners, Inc.

W96-19036

Dear Sir:

706
625

Enclosed please find an original and one copy of the Articles of Incorporation with reference to the above-captioned matter.

Also enclosed please find our check in the amount of \$70.00 which covers the following:

Charter Filing	\$35.00
Registered Agent Fee	<u>35.00</u>
	\$ 70.00

Kindly file same and return the copy to me marked "filed" in the self-addressed stamped envelope provided for your convenience.

Thank you for your cooperation in this matter.

Very truly yours,


Linda K. Kaufman, CLA
Legal Assistant

:lkk
Enclosures

26
11-12-96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 11, 1996

BOOSE CASEY CIKLIN LUBITZ MARTENS MCBANE & O'CONNELL
ATTN: LINDA K. KAUFMAN, CLA
POST OFFICE BOX 4626
WEST PALM BEACH, FL 33402-4626

SUBJECT: HIGH TECHNOLOGY GOLF PARTNERS, INC.
Ref. Number: W96000019036

We have received your document for HIGH TECHNOLOGY GOLF PARTNERS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6927.

Kathy Hyman
Document Specialist

Letter Number: 396A00042205

LAW OFFICES
BOOSE CASEY CIKLIN LUBITZ MARTENS MCBANE & O'CONNELL
A PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS

JOSEPH L. ACKERMAN, JR.
BRUCE G. ALEXANDER, P.A.
JERALD B. BEEN, P.A.
WILLIAM N. BOOSE, III, P.A.
JOHN D. BOYKIN, P.A.
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PHILLIP D. O'CONNELL, SR. (1907-1987)

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515 NORTH FLADLER DRIVE
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TELEPHONE (561) 832-6900
TELECOMPER (561) 833-4209

MAILING ADDRESS
P.O. BOX 4620
WEST PALM BEACH, FL 33402-4620

November 4, 1996

Ms. Kathy Hyman
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: High Technology Golf Partners, Inc.
Ref. Number: W96000019036


Dear Ms. Hyman:

I am returning the original and one copy of the articles of incorporation for High Technology Golf Partners, Inc., dated August 20, 1996, and a photocopy of my cover letter dated September 5, 1996. My office telephone number and fax number are included the letterhead.

Your letter of September 11, 1996 states that the effective date of the articles is not acceptable. Please note that Article II reads, in part, "This corporation shall commence existence on the date of the execution and acknowledgment of these Articles if permitted by law; if not, then on the date of filing." This statement has, in the past, been acceptable when a delay has occurred in filing the articles. If this is no longer acceptable, please advise.

Please file the articles and return the date stamped copy to me in the envelope provided.

Very truly yours,


Linda K. Kaufman, CLA
Legal Assistant to
Patrick J. Casey

:lkk

Enclosure(s)

**ARTICLES OF INCORPORATION
OF
HIGH TECHNOLOGY GOLF PARTNERS, INC.**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber, for the purposes of forming a corporation for profit under Chapter 607 of the laws of the State of Florida, hereby subscribes to, acknowledges and files the following Articles of Incorporation.

ARTICLE I

Name and Address

The name and address of the proposed corporation shall be HIGH TECHNOLOGY GOLF PARTNERS, INC., located at 11811 Avenue of PGA, Palm Beach Gardens, Florida 33418.

ARTICLE II

Duration

This corporation shall commence existence on the date of the execution and acknowledgment of these Articles if permitted by law; if not, then on the date of filing. This corporation shall exist perpetually thereafter, unless sooner dissolved according to law.

ARTICLE III

Purpose

This corporation is formed for the following purposes and shall have the following powers:

1. To acquire, retain, invest, exchange, purchase, sell, lease (as either lessee or lessor), borrow, mortgage, pledge, transfer, convey, develop, manage, or otherwise deal in real and personal property within or without the State of Florida, and to conduct, carry on, engage in, within or without the United States of America, any businesses incidental thereto and shall have such powers as trustee, promoter, incorporator, agent, shareholder, partner, member, associate, manager, and/or licensee, of any corporation, partnership, joint venture trust and/or other enterprise.
2. To do everything necessary, proper, or convenient for the accomplishment of the purposes set forth herein, and to do every other act incidental thereto which is not forbidden under the laws

of the United States of America, the State of Florida, or by the provisions of these Articles of Incorporation.

ARTICLE IV

Capital Stock

This corporation is authorized to issue ten thousand (10,000) shares of One and No/100 Dollars (\$1.00) par value capital stock, which shall be designated as "common shares". The entire voting power for the election of directors and for all other purposes shall be in the holders of outstanding common shares.

All the shares of such common stock shall be paid for in cash, or property, real or personal, tangible, intangible, or the lease thereof, or in labor or services in lieu of cash or property, at a just valuation to be fixed by the Board of Directors of this corporation unless otherwise forbidden by the laws of the State of Florida. The payment thereof does not have to be at the time of issuance, provided such shares are subject to calls thereon by the corporation until such time as the whole consideration therefore shall have been paid.

ARTICLE V

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 11811 Avenue of PGA, Palm Beach Gardens, Florida 33418.

The name of the initial registered agent of this corporation at that address is KEITH G. STUHLER.

ARTICLE VI

Initial Board of Directors

This corporation shall have at least one director. The number of directors may be either increased or diminished from time to time by amendment to the Bylaws adopted by the stockholders. The initial directors of this corporation, who, unless otherwise provided by the Articles of Incorporation or Bylaws, shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified. At any time after incorporation, the stockholders may, by a majority vote, determine that the corporation be managed by the stockholders.

ARTICLE VII
Subscribers

The name and address of the person signing these Articles as subscriber is :

KEITH G. STUHLER

11811 Avenue of PGA
Palm Beach Gardens, Florida 33418

ARTICLE VIII

Bylaws

In furtherance and not in limitation of the powers conferred by the laws of the State of Florida and the United States of America, the Board of Directors is expressly authorized to frame and adopt any such Bylaws for the corporation as are not inconsistent with the laws of the State of Florida or the United States of America or these Articles of Incorporation. With the exception of fixing the number of directors of the corporation, the Board of Directors is expressly authorized, without the assent of the stockholders, to add to, delete from or otherwise amend the Bylaws of the corporation.

ARTICLE IX

Indemnification and Limitation of Liability

The corporation shall indemnify any officer or director, or any former officer or director of the corporation, to the full extent permitted by law. The private property of the stockholders shall not, unless otherwise provided by law, be subject to the payment of the corporate debts to any extent whatsoever. The corporation shall have a first lien on the shares of its stockholders and upon dividends due them for any indebtedness of such stockholders to the corporation.

ARTICLE X

Working Capital

The Board of Directors shall have the authority to fix any amount which in its discretion need be reserved as working capital of the corporation.

ARTICLE XI

Amendment

The corporation reserves the right to amend, add to, or repeal a provision contained in these Articles of Incorporation in the manner consistent with law and in conformity with the provisions set forth in the Bylaws.

IN WITNESS WHEREOF, the undersigned, being the original subscriber to the capital stock hereinbefore named, for the purpose of forming a corporation for profit to do business both within and without the State of Florida, under the laws of the State of Florida, makes and files these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true this 20 day of August, 1996.


KEITH G. STUHLER

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of his duties.


KEITH G. STUHLER