

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607
04-1993
91-22-0193

800-342-8086

P96000093371



PRENTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 154856 5011226

AUTHORIZATION : Patricia Pigott

COST LIMIT : \$ 122.50

ORDER DATE : November 14, 1996

ORDER TIME : 9:40 AM

ORDER NO. : 154856-005

CUSTOMER NO: 5011226

200002004582--7

CUSTOMER: Barbara Buchanan, Legal Asst
GRAY HARRIS & ROBINSON

S.e. Bank Building, Suite 1200
201 E. Pine Street
Orlando, FL 32801

DOMESTIC FILING

NAME: WILL NEEL GOLF ACADEMY, INC.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail Williams

EXAMINER'S INITIALS: KL

96 NOV 14 PM 1:57 96 NOV 14 AM 10:54
SECRETARY OF STATE/Division of Corporation
TALLAHASSEE, FLORIDA

11-14-96

ARTICLES OF INCORPORATION
OF
WILL NEEL GOLF ACADEMY, INC.

FILED
85 NOV 14 PM 1:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is WILL NEEL GOLF ACADEMY, INC.

ARTICLE II - ADDRESS

The address of the corporation is 7488 Dublin Drive, Boca Raton, Florida 33433.

ARTICLE III - DURATION

This corporation shall exist perpetually beginning November 14, 1996.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$1.00 par value common stock.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation shall be:

201 East Pine Street, Suite 1200
Orlando, Florida 32801

The name of the initial registered agent of this corporation at that address shall be:

William A. Boyles

ARTICLE VII - INITIAL BOARD OF DIRECTORS AND OFFICERS

A. 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 (1).

B. The name and address of the initial director and officer of this corporation are as follows:

<u>Name</u>	<u>Street Address</u>	<u>Office</u>
Will Neel	7438 Dublin Drive Boca Raton, Florida 33433	Director President Secretary Treasurer

ARTICLE VIII - INCORPORATOR

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

<u>Name</u>	<u>Address</u>
William A. Boyles	201 East Pine Street Suite 1200 Orlando, Florida 32801

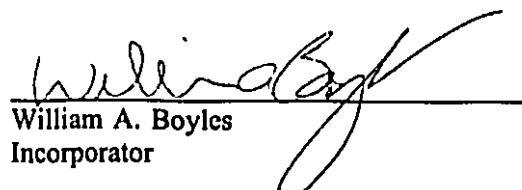
ARTICLE IX - BYLAWS

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

ARTICLE X - 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 this 13th day of November, 1996.


William A. Boyles
Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 13th day of November, 1996, by William A. Boyles.

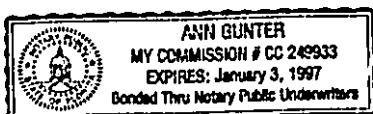

Signature of Notary Public

ANN GUNTER

(Print Notary Name)

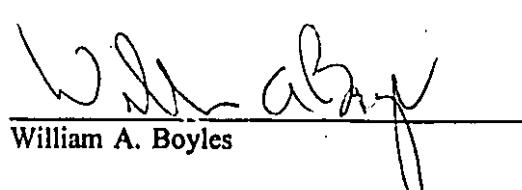
My Commission Expires: 1/3/97
Commission No.: CC249933

Personally known, or
 Produced Identification
Type of Identification Produced:



CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT

Having been named as the registered agent in the Articles of Incorporation of WILL NEEL GOLF ACADEMY, INC., I hereby accept and agree to act in this capacity.



William A. Boyles

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96 NOV 14 PM 1:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA