

Paulich, Slack & Wolff, P.A.

Thomas F. Hudgins, LL.M. Frank X. Kowalski, Jr. John Paulich III* Mark A. Slack Craig W. Sohn Casey Wolff!

ATTORNEYS AT LAW Parkway Financial Center Sixth Floor 2150 Goodlette Road Naples, Florida 34102-4811

December 4, 1996

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Department of State Division of Corporations Attn: New Filings 409 East Gaines Street Tallahassee, FL 32399

L 32399 *****122.50 *****122.50 Golfrite Clubfitting, Inc.

To the Secretary:

Re:

Enclosed please find the following documents relating to the active-referenced corporation:

1. Original and one copy of the Articles of Incorporation.

2. Check made payable to the Secretary of State in the amount of \$122.50.

After the Articles of Incorporation have been filed please return the certified copy to my office in the enclosed self-addressed, stamped envelope.

Should you have any questions, please do not hesitate to contact me. Thank you for your kind cooperation and assistance in this matter.

Very truly yours,

PAULICH, SLACK & WOLFF, P.A.

Casey Wolff

CW/clv enclosures SECRETARY OF STATE DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION

DIVISION OF CORPORATIONS

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OF

GOLFRITE CLUBFITTING, INC.

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

The name of the corporation shall be:

GOLFRITE CLUBFITTING, INC

The principal place of business and mailing address of this corporation shall be:

5851 Cobblestone Lane, #101 Naples, Florida 34112

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 1000 shares of common stock at \$1.00 par value.

ARTICLE IV REGISTERED AGENT

Initial registered office of the corporation shall be:

2150 Goodlette Road, 6th Floor Naples, Florida 34102 and the name of the initial registered agent shall be:

Casey Wolff, Esquire

ARTICLE V EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class, or series of that which he already holds, shall have the right to purchase his pro rata share, as nearly as may be done without issuance of fractional shares, at the price at which it is offered to others.

ARTICLE VII SPECIAL PROVISION

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE VIII ELECTION OF SUBCHAPTER S

This corporation may elect subchapter S for taxation purposes upon consent of the shareholders.

ARTICLE IX OFFICERS AND DIRECTORS

This corporation shall have one (1) officer and director initially. The names and street addresses of the initial board of directors, who shall hold office for the first year of the corporation, or until a successor is elected or appointed is:

Jayne Carine 5851 Cobblestone Lane, #101 Naples, Florida 34112

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

ARTICLE X INCORPORATOR

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

Casey Wolff, Esquire Paulich, Slack & Wolff, P.A. 2150 Goodlette Road, 6th Floor Naples, Florida 34102

IN WITNESS WHEREOF, the undersigned has hereto set forth his hand and seal on this _____ day of December, 1996.

CASEY WOLFF I-corporator

STATE OF FLORIDA COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this day of December, 1996, by CASEY WOLFF () who is personally known to me or () who has produced as identification.

CAROLYN L. VARNEY
MY COMMISSION / CC469251 EXPIRES
Jung 5, 1999
BONDED THRU TROY FAM INSURANCE, INC.

Signature, Notary Public

Print Name, Notary Public

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.0505, FLORIDA STATUTES.

CASEY WOLFF, ESQUIRE