

P96000102413

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 _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

EFFECTIVE DATE

1-1-97

FILED

96 DEC 19 PM 3:43

SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

DEC 19 1996

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY AP _____

WALK-IN Will Pick Up 12-19-330

RE: Scratch Golf Scorecard

Inc

	C.C. FEE.	DISBURSED
☐ Capital Express™		
☐ Art. of Inc. File		
☐ Corp. Record Search		
☐ Ltd. Partnership File		
☐ Foreign Corp. File		
☒ () Cert. Copy(s)		
☐ Art. of Amend. File		
☐ Dissolution/Withdrawal		
☐ C U S-		
☐ Fictitious Name File		
☐ Name Reservation		
☐ Annual Report/Reinstatement		
☐ Reg. Agent Service		
☐ Document Filing		
☐ Corporate Kit		
☐ Vehicle Search		
☐ Driving Record		
☐ Document Retrieval		
☐ UCC 1 or 3 File		
☐ UCC 11 Search		
☐ UCC 11 Retrieval		
☐ File No.'s, _____ Copies		
☐ Courier Service		
☐ Shipping/Handling		
☐ Phone ()		
☐ Top Priority		
☐ Express Mail Prep.		
☐ 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

SCRATCH GOLF SCORECARD, INC.

FILED

96 DEC 19 PM 3:43

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract under the laws of the State of Florida, hereby presents these Articles for the formation of a Corporation, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges, and immunities of a corporation for profit.

ARTICLE I

The name of the corporation shall be: SCRATCH GOLF SCORECARD, INC..

ARTICLE II

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is One Thousand (1,000) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE IV

The Corporation shall become effective on January 1, 1997. The Corporation shall have perpetual existence.

ARTICLE V

The initial street address of the principal office of this Corporation is:

9820 Creekfront Road
Suite 105
Jacksonville, FL 32256

The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VI

The initial Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Greg A. Clark
9820 Creekfront Road
Suite 105
Jacksonville, FL 32256

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VII

This Corporation shall have one Director initially. The number of Directors may be increased or diminished from time to time by the Bylaws adopted by the Stockholders, but shall never be less than one.

ARTICLE VIII

The name and address of the initial Director of this Board of Directors is:

Greg A. Clark
9820 Creekfront Road
Suite 105
Jacksonville, FL 32256

The person named as initial director shall hold office for the first year of existence of this Corporation or until a successor is elected or appointed and qualified, whichever occurs first.

ARTICLE IX

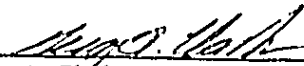
The name of the person signing these Articles of Incorporation as the Incorporator is:

Greg A. Clark

ARTICLE X

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this 17th day of December, 1996.

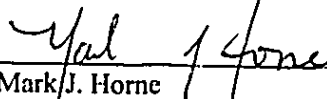


Greg A. Clark

STATE OF FLORIDA
COUNTY OF DUVAL

Before me the undersigned authority, personally appeared Greg A. Clark, who is to me well known to be the person described as Incorporator and who subscribed the foregoing Articles of Incorporation of SCRATCH GOLF SCORECARD, INC., and who did freely and voluntarily acknowledge before me that he/she subscribed to these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Jacksonville in said County and State this 17 day of December, 1996.



Mark J. Horne
NOTARY PUBLIC - STATE OF FLORIDA

My Commission Expires:



MARK J HORNE
My Commission CC533061
Expires Mar. 06, 2000

CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designation the registered office / registered agent, in the state of Florida.

1. The name of the corporation is: SCRATCH GOLF SCORECARD, INC.
2. The name and address of the registered agent and office is:

Greg A. Clark
9820 Creekfront Road
Suite 105
Jacksonville, FL 32256

SIGNATURE _____

TITLE: Incorporator, President,
Registered Agent

DATED: 12/17/96

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE Proper AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE _____

DATE: 12/17/96

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TALLAHASSEE, FLORIDA