

P. 97000011973



January 30, 1997

FILED  
97 FEB -5 PM 2:29  
TALLAHASSEE, FLORIDA

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-02/05/97-01085-008  
\*\*\*122.50 \*\*\*122.50

100 AVENUE OF THE CHAMPIONS  
Box 109601  
PALM BEACH GARDENS  
FLORIDA 33410-9601

Secretary of State  
FLORIDA DEPARTMENT OF STATE  
Division of Corporations  
The Capitol  
Tallahassee, Florida 32399-0250

TELEPHONE: (407) 624-8400  
FAX: (407) 624-8452

Dear Mr. Secretary:

Attached please find the fully executed and notarized Articles of Incorporation for  
PGA Golf Development, Inc. and the filing fee of \$122.50.

Thank you for your assistance in this matter.

THOMAS H. ADDIS III  
President

Sincerely,

B. KEN LINDSAY  
Vice President

*Christine M. Garrity*

Christine M. Garrity  
Attorney At Law

WILLIAM C. MANN  
Secretary

GARY L. SCHAAAL  
Honorary President

CMG/jmb

JIM L. AWTREY  
Chief Executive Officer

Attachment

F. GARDNER FEB 6 1997

**ARTICLES OF INCORPORATION  
OF  
PGA GOLF DEVELOPMENT, INC.**

**ARTICLE I**

**Name**

The name of the corporation is PGA GOLF DEVELOPMENT, INC.

**ARTICLE II**

**Purpose**

This corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE III**

**Capital Stock**

This corporation is authorized to issue 7,500 shares of One Dollar (\$1.00) par value common stock.

**ARTICLE IV**

**Initial Registered Office and Agent and Principal Place of Business**

The street address of the initial registered office of this corporation is 100 Avenue of the Champions, Palm Beach Gardens, Florida 33418, and the name of the initial registered agent of this corporation at that address is Christine M. Garrity. This address shall also serve as the principal place of business.

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**ARTICLE V**

**Initial Board of Directors**

This corporation shall have six (6) directors initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than three (3). The names and addresses of the initial directors of this corporation are:

<b><u>Name</u></b>	<b><u>Address</u></b>
Jim L. Awtrey	640 Inlet Road North Palm Beach, Florida 33408
Thomas King	19 South LaSalle Street Chicago, Illinois 60603
Bill Eschenbrenner	El Paso Country Club El Paso, Texas
Thomas Thorsen	100 Avenue of the Champions Palm Beach Gardens, Florida 33418
Fenwick Crane	100 Avenue of the Champions Palm Beach Gardens, Florida 33418
Vic Kline	100 Avenue of the Champions Palm Beach Gardens, Florida 33418
Brent Krause	100 Avenue of the Champions Palm Beach Gardens, Florida 33418

**ARTICLE VI**

**Incorporators**

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

Christine M. Garrity  
100 Avenue of the Champions  
Palm Beach Gardens, Florida 33418

## ARTICLE VII

### Indemnification

This corporation shall, to the fullest extent permitted by the provisions of the Florida General Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any By-Laws, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director or officer, and shall inure to the benefit of the heirs, executors and administrators of such a person.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 30th day of January, 1997.

Christine M. Garrity  
Christine M. Garrity, Subscriber

**STATE OF FLORIDA  
COUNTY OF PALM BEACH**

Before me, the undersigned Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Christine M. Garrity, who is personally known to me, who did not take an oath, and she acknowledged before me that she executed the foregoing Articles of Incorporation.

**IN WITNESS WHEREOF**, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 30th day of January, 1997.

(SEAL)



JOAN M BASINGER  
My Commission CC430412  
Expires Dec. 28, 1998  
Bonded by HAI  
800-422-1555

Joan M. Basinger  
Notary Public  
Commission No: CC430412

Joan M. Basinger  
Print Notary's Name



January 30, 1997

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Secretary of State  
FLORIDA DEPARTMENT OF STATE  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: PGA Golf Development, Inc.

Dear Mr. Secretary:

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

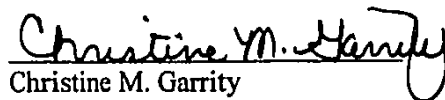
THOMAS H. ADDIS III  
President

B. KEN LINDSAY  
Vice President

WILLIAM C. MANN  
Secretary

GARY L. SCHAAL  
Honorary President

JIM L. AWTREY  
Chief Executive Officer

  
Christine M. Garrity  
Registered Agent

CMG/jmb

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED

FIRST THAT PGA GOLF DEVELOPMENT, INC. DESIRING TO ORGANIZE OR QUALIFY  
UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS  
LOCATED IN THE CITY OF PALM BEACH GARDENS, STATE OF FLORIDA, NAMED  
CHRISTINE M. GARRITY LOCATED AT 100 AVENUE OF THE CHAMPIONS CITY OF PALM  
BEACH GARDENS, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS  
WITHIN FLORIDA.

SIGNATURE

[Signature]  
(Corporate Officer)

TITLE

Tax Officer

DATE

1/30/97

TALLAHASSEE, FLORIDA

97 FEB -5 PM 2:29

FILED

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

SIGNATURE

Christine M. Garrity  
(Registered Agent)

DATE

1/30/97