

P97 0000/1973

 Promotor's Name

 PALM GOLFERS' ASS

 100 AVENUE OF THE CHAMPIONS
 Box 109601

 City/St PALM BEACH GARDENS Phone #
 FLORIDA 33410-9601

500002899705--9
 -06/09/99--01068--017
 *****35.00 *****35.00

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

FILED
 99 JUN -9 PM 3:05
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

- Walk in
 Pick up time _____
 Certified Copy
 Mail out
 Will wait
 Photocopy
 Certificate of Status

| NEW FILINGS | |
|--------------------------|-------------------|
| <input type="checkbox"/> | Profit |
| <input type="checkbox"/> | NonProfit |
| <input type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication |
| <input type="checkbox"/> | Other |

| AMENDMENTS | |
|--------------------------|--|
| <input type="checkbox"/> | Amendment |
| <input type="checkbox"/> | Resignation of R.A., Officer/ Director |
| <input type="checkbox"/> | Change of Registered Agent |
| <input type="checkbox"/> | Dissolution/Withdrawal |
| <input type="checkbox"/> | Merger |

| OTHER FILINGS | |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report |
| <input type="checkbox"/> | Fictitious Name |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/ QUALIFICATION | |
|-----------------------------|---------------------|
| <input type="checkbox"/> | Foreign |
| <input type="checkbox"/> | Limited Partnership |
| <input type="checkbox"/> | Reinstatement |
| <input type="checkbox"/> | Trademark |
| <input type="checkbox"/> | Other |

*MF Res
6-15-99
875*

| | |
|---------------------|--|
| Examiner's Initials | |
|---------------------|--|

Florida Department of State, Secretary of State


Affidavit of Resignation of Officer and/or Director

State of Florida
County of Palm Beach

I, Jesse A. Holshouser, after being duly sworn, state that to the best of my knowledge, information and belief, and under penalties of perjury, the following is true and correct:

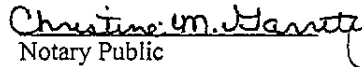
I, Jesse A. Holshouser, hereby resign as Chief Financial Officer and Treasurer of PGA Golf Development, Inc. a Florida corporation;

That the corporation has been notified in writing of the resignation.


Jesse A. Holshouser
Signature of resigning officer

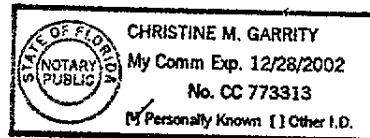
99 JUN -9 PM 3:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED

Sworn to and subscribed before me this 1st day of June, 1999 by Jesse A. Holshouser, who is personally known to me and took an oath.


Christine M. Garrity
Notary Public
Print Name of Notary:

My Commission Expires: 12/28/02

Filing Fee is \$35.00



Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314