



THE UNITED STATES
CORPORATION
COMPANY

P97000013077

FILED

97 FEB 10 PM 3:08

DEPARTMENT OF REVENUE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 253957 4656E

AUTHORIZATION :

COST LIMIT : \$ 122.50

Patricia Pajits

ORDER DATE : February 10, 1997

ORDER TIME : 9:37 AM

300002082323--0

ORDER NO. : 253957-005

CUSTOMER NO: 4656E

CUSTOMER: Ms. Saleesa Pope
GREENBERG TRAUIG HOFFMAN
LIPOFF ROSEN & QUENTEL
111 North Orange Avenue
Suite #2050
Orlando, FL 32801

DOMESTIC FILING

NAME: GRAND HAVEN GOLF CORP.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

RECEIVED
97 FEB 10 AM 10:59
DIVISION OF CORPORATION

BH
2/10/97

**ARTICLES OF INCORPORATION
OF
GRAND HAVEN GOLF CORP.**

FILED
97 FEB 10 PM 3:09
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is GRAND HAVEN GOLF CORP.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal place of business of the corporation is c/o Lowe Enterprises, Inc., 11777 San Vicente Boulevard, Suite 900, Los Angeles, California 90049. The mailing address of the corporation is c/o Lowe Enterprises, Inc., 11777 San Vicente Boulevard, Suite 900, Los Angeles, California 90049.

ARTICLE III - AUTHORIZED SHARES

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having no par value.

ARTICLE IV - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation is 1201 Hays Street, Tallahassee, Florida 32301. The initial registered agent of this corporation at that address is CORPORATION SERVICE COMPANY.

ARTICLE V - INCORPORATOR

The name and address of the incorporator is as follows:

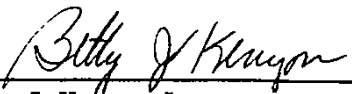
<u>Name</u>	<u>Address</u>
Betty J. Kenyon	c/o Lowe Enterprises 11777 San Vicente Boulevard, Suite 900 Los Angeles, California 90049

ARTICLE VI - BOARD OF DIRECTORS

1. The number of members of the Board of Directors may be increased or diminished from time to time by the Bylaws; provided, however, there shall never be less than one. Each director shall serve until the next annual meeting of shareholders.

2. If any vacancy occurs in the Board of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next annual meeting of shareholders.

IN WITNESS WHEREOF, the undersigned does hereby execute this instrument this
6th day of February, 1997.



Betty J. Kenyon, Incorporator

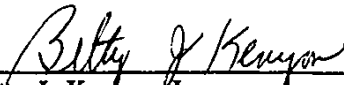
CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FILED
97 FEB 10 PM 3:09
FLORIDA

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 designating the registered agent, in the State of Florida.

1. The name of the corporation is GRAND HAVEN GOLF CORP.
2. The name and address of the registered agent and office is:

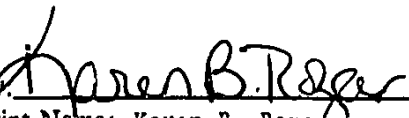
CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, Florida 32301


Betty J. Kenyon, Incorporator

Dated this 6th day of February, 1997.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF ITS DUTIES, AND ACCEPTS THE DUTIES AND OBLIGATIONS OF ITS POSITION AS REGISTERED AGENT INCLUDING THOSE CONTAINED IN SECTION 607.0505, FLORIDA STATUTES.

CORPORATION SERVICE COMPANY


By: Karen B. Roza
Print Name: Karen B. Roza
Its: Agent

Dated this 10th day of February, 1997.