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941/965-2421

REPLY TO:

February 18, 1997

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

VIA U.P.S. NEXT DAY AIR: N622 7588 60 3

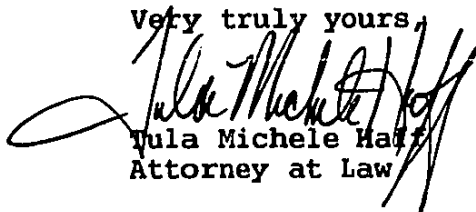
RE: Articles of Incorporation of
PLAYER'S CHOICE PREMIUM GOLF PRODUCTS, INC.
Our File No.: 9851

Dear Secretary of State:

Attached you will find an original and one (1) copy of the Articles of Incorporation, and Designation of Registered Agent to be filed with your office. Also enclosed you will find our firm check in the amount of \$70.00 to cover the filing fee for these documents. Please file the Articles of Incorporation and return one stamped copy of the same to my office upon completion. I have also enclosed a postage pre-paid/self-addressed envelope for your convenient return of the stamped copy of same.

If you have any questions, please feel free to contact my office.

Very truly yours,


Tula Michele Hoff
Attorney at Law

TMH/djb

Enclosures

xc: PLAYER'S CHOICE PREMIUM GOLF PRODUCTS, INC.

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
PLAYER'S CHOICE PREMIUM GOLF PRODUCTS, INC.

ARTICLE I - NAME

This name of this Corporation is Player's Choice Premium Golf Products, Inc.

ARTICLE II - DURATION

The corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any activities of business permitted under the Laws of the United States and Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 7,500 shares of common stock having a par value of one dollar (\$1.00) per share.

ARTICLE V - INITIAL REGISTERED
OFFICE AND AGENT

The initial registered office of this corporation shall be 1741 Fulmer Road, Orlando, Florida 32809, and the initial registered agent of this corporation at such office shall be Kenneth G. Cason, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE VI - PRINCIPAL PLACE OF BUSINESS

The principal place of business shall be 1741 Fulmer Road, Orlando, Florida 32809.

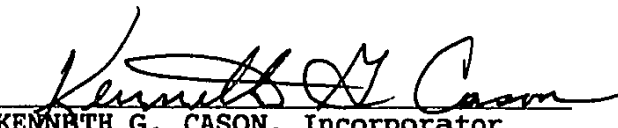
ARTICLE VII - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one (1) and up to ten (10) members. The number of directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of directors be less than one (1) nor more than (10).

ARTICLE VIII - INCORPORATOR

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

<u>Name</u>	<u>Address</u>
Kenneth G. Cason	1741 Fulmer Road Orlando, Florida 32809


KENNETH G. CASON, Incorporator

STATE OF FLORIDA

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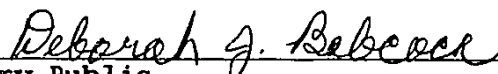
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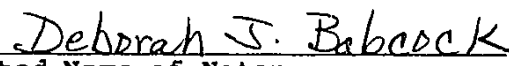
COUNTY OF POLK

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The foregoing Articles of Incorporation of Player's Choice Premium Golf Products, Inc., were acknowledged before me this 19th day of February, 1997, by KENNETH G. CASON, as Incorporator, and who produced Fla. D/L: C250-507-69-026-C as identification.




Notary Public


Printed Name of Notary
My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for PLAYER'S CHOICE PREMIUM GOLF PRODUCTS, INC., at the place designated in the Articles of Incorporation, KENNETH G. CASON agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping open such office.

DATED this 19th day of February, 1997.


KENNETH G. CASON

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97 FEB 20 AM 9:47
TALLAHASSEE, FLORIDA