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

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11-2529-7 PONDER'S INC., THOMASVILLE, GA.

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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

TRANSMITTAL LETTER

Department of State Division of Corporations P.O Box 6327 Tallahasse, FL 32314

SUBJECT: Tom's SWAP Shop Golf, Inc

(Proposed Corporate name)

Enclosed is an original and one copy of the articles of incorporation and a check for

Filing Fee \$ 70 Filing Fee \$ 78.75 Filing Fee \$ 122.50 Filing Fee \$131.25 Certified Copy & Certificate

From:

BESTAX ACCOUNTING

(Name)

183 S STATE RD 7 MARGATE FL 33068

(Address)

(954)969-9992 (Telephone)

FILED

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LECTORNAL DATE TALL AMASSEL FLORIDA

ARTICLES OF INCORPORATION OF TOM'S SWAP SHOP GOLF, INC

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

TOM'S SWAP SHOP GOLF, INC

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be

6437 FRENCH ANGEL TERRACE MARGATE FL 33063

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

500 SHARES AT \$1.00 PAR VALUE

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registration agent is:

THOMAS R. LAKE: 6437 FRENCH ANGEL TERRACE, MARGATE FL 33063

ARTICLE V INCORPORATOR(S)

The name (s) and street address (es) of the incorporator(s) to these Articles of Incorporation is (are):

THOMAS R. LAKE 6437 FRENCH ANGEL TERRACE, MARGATE FL 33063

The undersigned incorporator (s) has (have) executed these Articles of Incorporation this

24 day of March of, 1997

PRESIDENT

THOM, AS R. LAKE

Signature

VICE-PRESIDENT

Signature

SECRETARY

Signature

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ADDRESS OF CORNER
TATT AT ASSOCIATION OR OTHER

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED 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:

TOM'S SWAP SHOP GOLF, INC

2. The name and address of the registered agent and office is: THOMAS R. LAKE 6437 FRENCH ANGEL TERRACE, MARGATE FL 33063

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 provisions of all statutes relating to the proper and complete performance of my duties and Iam familiar with and accept the obligations of my position as registered agent.

Signature

MARCH 25, 1997

Date