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JUSTIN EDWARD BEALS
ATTORNEY AT LAW

FILED

97 APR 11 AM 9:54

THE WORLD TRADE CENTER
SUITE 2000
80 SOUTHWEST 8TH STREET
MIAMI, FLORIDA 33130
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TEL. (305) 379-0854
FAX (305) 371-8150

April 9, 1997

SECRETARY OF STATE
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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*****74.50 *****74.50

Re: ARTICLES OF INCORPORATION

Gentlemen:

Enclosed please find Articles of Incorporation for CADDY-CART, INC. and our office check in the amount of \$74.50 to cover the filing fee and fee for registered agent designation. Also enclosed is a self-addressed envelope for the return of a copy of the time-stamped Articles after recording.

Very truly yours,

Jan R. Marshall
Jan R. Marshall
Secretary to Justin Edward Beals

JEB/jm
Enc

PK
4/14/97

ARTICLES OF INCORPORATION
OF
CADDY-CART, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A Florida Corporation

BY THESE ARTICLES OF INCORPORATION, the incorporator named below, a natural person competent to contract, hereby forms a corporation under the laws of the state of Florida.

ARTICLE I

NAME. The name of this corporation is:

CADDY-CART, INC.

and the initial principal address of the corporation is:

500 Harbor Drive

Key Biscayne, Florida 33149

ARTICLE II

TERM. This corporation shall exist perpetually, unless dissolved according to law.

ARTICLE III

PURPOSE. The purpose for which this corporation is organized is to design, engineer, manufacture and market a wheeled cart for use with golf bags; and also to carry on all other lawful activities in which a Florida corporation may engage.

ARTICLE IV

REGISTERED OFFICE AND AGENT. The street address of the initial registered office of this Corporation is:

*The World Trade Center
Suite 2000
80 S.W. 8th Street
Miami, FL 33130*

and the name of the initial registered agent at such address is:

JUSTIN EDWARD BEALS

ARTICLE V

BOARD OF DIRECTORS. The Corporation shall have no less than one (1) member of the initial Board of Directors. The number of Directors may be increased or decreased from time to time pursuant to the ByLaws of the Corporation, but shall never be less than one. The names and post office addresses of the members of the first Board of Directors, who, subject to the provisions of these Articles of Incorporation, the By-Laws, and the laws of the State of Florida, shall hold office for the first year of the Corporation's existence, or until their successors are elected and shall have qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
TERRY CARROLL	500 Harbor Drive Key Biscayne, Florida 33149

ARTICLE VI

CAPITAL STOCK. The aggregate number of shares of stock that this Corporation shall have authority to issue is one thousand (1,000) shares of one dollar (\$1.00) per share par value common stock. The Corporation shall have only one class of stock.

ARTICLE VII

INCORPORATOR. The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
JUSTIN EDWARD BEALS	The World Trade Center 80 S.W. 8th Street Suite 2000 Miami, FL 33130

IN WITNESS WHEREOF, the undersigned, being the incorporator of this corporation, has executed these Articles of Incorporation.

DATED on 9th of APRIL, 1997.


Justin Edward Beals

STATE OF FLORIDA)
)
COUNTY OF DADE)

I HEREBY CERTIFY that the foregoing instrument was acknowledged before me this 9th day of APRIL, 1997 by Justin Edward Beals who is personally known to me or who produced as identification and who did take an oath.

sign Rebecca F. Yalor

print REBECA F. YALOR
Notary Public
State of Florida at Large

My commission expires:



Rebecca F Yalor
My Commission CC600871
Expires November 11, 2000

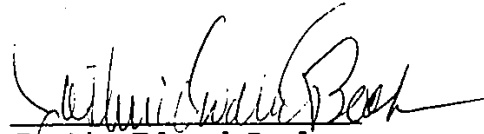
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CONSENT OF REGISTERED AGENT

HAVING BEEN NAMED to accept service of process for the above Corporation at the address designated in the **ARTICLES of INCORPORATION**, **JUSTIN EDWARD BEALS** hereby accepts and agrees to serve as registered agent and agrees to comply with the provisions of the Florida Statutes, as amended, relative to keeping said office open.


Justin Edward Beals