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GUNSTER, YOAKLEY, VALDES-FAULI & STEWART, P.A.  
ATTORNEYS AT LAW

OUR FILE NUMBER:  
WRITER'S DIRECT DIAL NUMBER: (305) 376-6066

May 8, 1997

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\*\*\*\$122.50 \*\*\*\$122.50

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Professionals Golfers Foundation, Inc.

Dear Sirs:

Enclosed is the original and one copy of the Articles of Incorporation for the above-referenced company, along with a check in the amount of \$122.50 payable to the Secretary of State.

Please proceed to file the enclosed articles and provide me with a certified copy of such articles. I self-addressed stamped envelope has been provided for your convenience.

Thank you for your cooperation. If you have any questions, please do not hesitate to contact us.

Sincerely,

*Lisette Benitez*

Lisette Benitez

enclosure

FILED  
97 MAY 12 AM 9:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

One Biscayne Tower  
Two South Biscayne Boulevard, Suite 3400 • Miami, FL 33131-1897  
(305) 376-6000 Fax: (305) 376-6010 e-mail: clientservices@gunster.com  
<http://www.gunster.com>

FORT LAUDERDALE • MIAMI • PALM BEACH • STUART • TALLAHASSEE • VERO BEACH • WEST PALM BEACH

nr 5/14/97

**ARTICLES OF INCORPORATION**  
**OF**  
**PROFESSIONALS GOLFERS FOUNDATION, INC.**

FILED  
97 MAY 12 AM 9:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, hereby adopts the following Articles of Incorporation:

**Article I**

**Name and Principal Place of Business**

The name of the corporation is PROFESSIONALS GOLFERS FOUNDATION, INC.

The corporation's initial principal place of business shall be 7340 S.W. 48th Street, Suite 106, Miami, Florida 33155.

**Article II**

**Nature of Business**

This corporation is organized for the purpose of transacting any or all lawful business.

**Article III**

**Mailing Address**

The initial mailing address of the corporation is 7340 S.W. 48th Street, Suite 106, Miami, Florida 33155.

**Article IV**

**Capital Stock**

**Authorized Capital.** The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of common stock, each having \$1.00 par value.

**Article V**

**Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is 7340 S.W. 48th Street, Suite 106, Miami, Florida 33155 and the name of the initial registered agent of this corporation at that address is Ahmed A. Gonzalez.

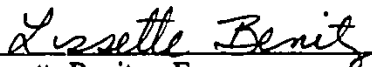
**Article VI**

**Incorporator**

The name and street address of the incorporator of this corporation is:

Lissette Benitez, Esq.  
c/o Suite 3400 - One Biscayne Tower  
Two South Biscayne Boulevard  
Miami, Florida 33131-1897

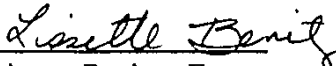
IN WITNESS WHEREOF, the incorporator has executed these Articles on May 8, 1997.

  
\_\_\_\_\_  
Lissette Benitez, Esq.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED**


In compliance with Section 48.091, Florida Statutes, the following is submitted:

PROFESSIONALS GOLFERS FOUNDATION, INC. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Miami, State of Florida, has named Ahmed A. Gonzalez, located at 7340 S.W. 48th Street, Suite 106, Miami, Florida 33155, as its agent to accept service of process within Florida.

  
Lissette Benitez, Esq.  
Incorporator

Dated: May 8, 1997

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
Ahmed A. Gonzalez

Dated: May 8, 1997

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA