CAPITAL CONNECTION, INC.

,417 E. Virginia Street, Suite 1 • Tallahassec, Florida 32302 (904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

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SECRETARY OF STATE DIVISION OF CORPORATIONS

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Roundman Golf EnterPrises, Inc.

Signature	· · · · · · · · · · · · · · · · · · ·	
Requested by:	7/28/97	10:00
Name	Date	Time
Walk-In	Will Pick Up	

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	Art of Inc. File CZ.		
	LTD Partnership File	_	
	Foreign Corp. File		
	L.C. File		
	Fictitious Name File	-	
	Name Reservation		
	Merger File		
	Art. of Amend. File		
******	RA Resignation		
	Dissolution / Withdrawal		
	Annual Report / Reinstatement		_
	Cert. Copy		
	Photo Copy		
	Certificate of Good Standing		-
	Certificate of Status	-	
	Certificate of Fictitious Name		
	Corp Record Search	_	
	Officer Search		
	Fictitious Search 49		
	Fictitious Owner Search	<u> </u>	
	Vehicle Search 5 23		
	Driving Record 2	4 (100 410)	
	UCC 1 or 3 File		
***	UCC 11 Search $\frac{1}{2}$		
	UCC 11 Retrieval		NP
	Courier	_	-28

ARTICLES OF INCORPORATION OF ROUND MAN GOLF ENTERPRISES, INC.

ARTICLE I

The name of this corporation is:

ROUND MAN GOLF ENTERPRISES, INC.

ARTICLE II

This corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE III

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

This corporation is authorized to issue One Hundred (100) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE V

The initial street address for this corporation and the initial registered office of this corporation in the State of Florida shall be 2801 Ponce de Leon Boulevard, Suite 1100, Coral Gables, Florida 33134. The name of the initial registered agent of the corporation located at said address is Sharon Carlson.

ARTICLE VI

The corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one. The

names and addresses of the initial directors of this corporation are:

ALAN W. SMITH

3080 S.W. 129th Avenue

Miami, Florida 33175

SHEILA SMITH

3080 S.W. 129th Avenue

Miami, Florida 33175

ARTICLE VII

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

ALAN W. SMITH

3080 S.W. 129th Avenue

Miami, Florida 33175

SHEILA SMITH

3080 S.W. 129th Avenue

Miami, Florida 33175

ARTICLE VIII

The corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

ARTICLE IX

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 23 day of July, 1997.

ALANW SMITH

SHEILA SMITH

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

97 JUL 28 PM 1:14

STATE OF FLORIDA)) SS:
COUNTY OF DADE	, in the second of the second
Rosetta Shane Pelley Notary Public State of Florida My commission exp. 11/28/9 CC 423255	Rosetta Shane Pelley NOTARY PUBLIC-STATE OF FLORIDA
Personally known Produced identification	Type of identification produced

ACCEPTANCE AS REGISTERED AGENT

I CERTIFY that I am a permanent resident of Dade County, Florida, that my place of business is at the place indicated above and I hereby accept the forgoing designation as Registered Agent.

SHARON CARLSON