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THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 529660 7136123

AUTHORIZATION :

*Patricia Pizzit*

COST LIMIT : \$ 122.50

FILED  
97 SEP 16 AM 9:15  
TALLAHASSEE, FLORIDA

ORDER DATE : September 15, 1997

ORDER TIME : 4:25 PM

ORDER NO. : 529660-005

CUSTOMER NO: 7136123

000002293950--8

CUSTOMER: Charles A. Morehead, Esq  
CHARLES A. MOREHEAD, III

Post Office Box 1658

Ft. Lauderdale, FL 33302

DOMESTIC FILING

NAME: TROPICAL SPORTING CLAYS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS: \_\_\_\_\_

RECEIVED  
97 SEP 16 AM 8:46  
DIVISION OF CORPORATION

6N SEP 16 1997.

ARTICLES OF INCORPORATION  
OF  
TROPICAL SPORTING CLAYS, INC.

FILED  
97 SEP 16 AM 9:15  
SEAL  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

TROPICAL SPORTING CLAYS, INC.

The address of the principal office of this corporation shall be 17601 Southwest 8th Street, Miami, Florida 33194, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$.01 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have four Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Robert Oliver	17601 Southwest 8th Street, Miami, Florida 33194
Allen Morehead	Same as above
Sandra Oliver	Same as above
Sheldon Morehead	Same as above

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Robert Oliver Pres.	17601 Southwest 8th Street, Miami, Florida 33194
Allen Morehead Vice Pres.	Same as above
Sandra Oliver Sec.	Same as above
Sheldon Morehead Treas.	Same as above

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on September 15, 1997.

CORPORATION SERVICE COMPANY

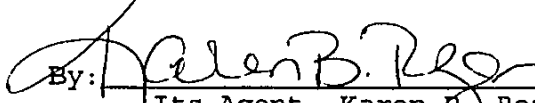
By: 

Its Agent, Karen B Rozar

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By:   
Its Agent, Karen B. Rozar

CKS

**FILED**  
97 SEP 16 AM 9:15  
TALLAHASSEE, FLORIDA