

TRANSMITTAL LETTER

P97000087618

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

SUBJECT: World Indoor Golf Association, Inc.
(Proposed corporate name - must include suffix)

000002307740--7
-09/30/97--01043--015
*****78.75 *****78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

<input type="checkbox"/> \$70.00	<input checked="" type="checkbox"/> \$78.75	<input type="checkbox"/> \$122.50	<input type="checkbox"/> \$131.25
Filing Fee	Filing Fee & Certificate	Filing Fee & Certified Copy	Filing Fee, Certified Copy & Certificate

FROM: Rose L. Redman c/o CorpAmerica, Inc.
Name (Printed or typed)

30 Old Rudnick Lane

Address

Dover, DE 19901

City, State & Zip

888-736-4300

Daytime Telephone number

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 10 AM 11:05

NOTE: Please provide the original and one copy of the articles.

RP
10.10.97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 1, 1997

ROSE L. REDMAN
30 OLD RUDNICK LANE
DOVER, DE 19901

SUBJECT: WORLD INDOOR GOLF ASSOCIATION, INC.
Ref. Number: W97000022466

We have received your document for WORLD INDOOR GOLF ASSOCIATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6929.

Randall Purinton
Document Specialist

Letter Number: 997A00048381

ARTICLES OF INCORPORATION

OF

World Indoor Golf Association, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 OCT 10 AM 11:05

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be: World Indoor Golf Association, Inc.

The principal place of business of this corporation shall be: 11811 Avenue of PGA, Palm Beach, FL 33418.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in or transact 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, including but not limited to act as a trade service to the indoor golf industry.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: Fifteen Hundred (1,500) shares at No Par Value.

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

CorpAmerica, Inc.
1525 S. Andrews Avenue, Suite 216
Ft. Lauderdale, FL 33316

ARTICLE V - INCORPORATOR


The name and street address of the incorporator to this articles of incorporation is:

Rose L. Redman
CorpAmerica, Inc.
30 Old Rudnick Lane
Dover, Delaware 19901

ARTICLE VI - MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed are listed in the bylaws of the corporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 20th day of September, 1997.


Signature of Incorporator

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE
UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF
FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE
REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

World Indoor Golf Association, Inc.

(must include suffix)

2. The name and address of the registered agent and office is:

CorpAmerica, Inc.

(NAME)

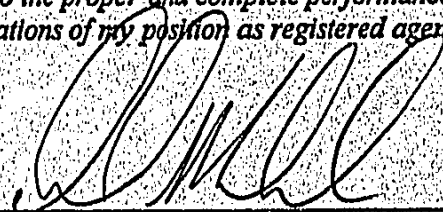
1525 South Andrews Avenue, Suite 216

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Fort Lauderdale, FL 33316

(CITY/STATE/ZIP)

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



(SIGNATURE) ASSISTANT SECRETARY

9/29/97

(DATE)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 10 AM 11:05