

P97000088340

JEFFREY P. ZANE*
MICHAEL S. SINGER, J.D., LL.M.

*MEMBER OF
FLORIDA & NEW YORK BAR

SINGER AND ZANE, P.A.
NORTHPOINT CORPORATE CENTER
701 NORTHPOINT PARKWAY
SUITE 330
WEST PALM BEACH, FLORIDA 33407

TELEPHONE (861) 471-1002
NATIONWIDE (800) 226-1484
TELEFAX (861) 471-5777

REPLY TO:
WEST PALM BEACH

MIAMI OFFICE
1870 MADRUGA AVENUE
PENTHOUSE ONE
CORAL GABLES, FLORIDA 33146
TELEPHONE (305) 665-7072
TELEFAX (305) 665-1229

October 10, 1997

Corporate Records Bureau
Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, FL 32399

000002319240--4
-10/13/97--01124--007
****122.50 ****122.50

Re: S & L Golf Enterprises, Inc.

Dear Sir or Madam:

Enclosed herewith are the original and one copy of the Articles of Incorporation for the above-named corporation, along with a check to cover the following expenses:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Fee	<u>35.00</u>
Total	\$122.50

Please return the certified copy to our office. Thank you for your attention to this matter. Should have any questions, please do not hesitate to contact our office.

Very truly yours,

Patti K. Babka

Patti K. Babka,
Legal Assistant

Enclosures as Stated

FILED
97 OCT 13 AM 8:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. McKnight OCT 14 1997

ARTICLES OF INCORPORATION

OF

S & L GOLF ENTERPRISES, INC.

The undersigned, incorporator(s) for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following articles of incorporation:

ARTICLE ONE

The name of this corporation is S & L GOLF ENTERPRISES, INC.

ARTICLE TWO

The corporation is to have perpetual existence.

ARTICLE THREE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act. The specific purpose of the corporation is to engage in the operation of a retail store selling golf equipment and related goods.

ARTICLE FOUR

4.01 The aggregate number of shares which the corporation shall have the authority to issue is 500, all of which shall be common shares with a par value of \$1.00 per share.

4.02 The minimum amount of paid-in capital with which the corporation shall begin business shall be not less than Five Hundred Dollars (\$500.00).

ARTICLE FIVE

5.01 The street address of the initial corporate office of the corporation is 7100 North Military Trail, Palm Beach Gardens, Florida 33410.

5.02 The name and address of the initial Registered Agent for this corporation to accept service of process within the State of Florida is MICHAEL S. SINGER, ESQUIRE, Singer & Zane, P.A., 701 Northpoint Parkway, Suite 330, West Palm Beach, Florida 33407.

FILED
97 OCT 13 AM 8:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE SIX

6.01 The name and address of the incorporator of this corporation is MICHAEL S. SINGER, ESQUIRE, Singer & Zane, P.A., 701 Northpoint Parkway, Suite 330, West Palm Beach, Florida 33407.

6.02 Said incorporator is over the age of eighteen (18) years; is sui juris, and is a citizen of the United States.

ARTICLE SEVEN

7.01 Two (2) directors shall constitute the initial Board of Directors of the corporation, but the Bylaws may provide for such increase or decrease in number thereof as is authorized by law.

7.02 The name and address of the members of the first Board of Directors are:

<u>Name</u>	<u>Address</u>
Lawrence Sugarman	7100 North Military Trail Palm Beach Gardens, FL 33410
Scott Solem	7100 North Military Trail Palm Beach Gardens, FL 33410

ARTICLE EIGHT

Nothing in these articles of incorporation shall be taken to limit the power of this corporation.

ARTICLE NINE

The effective date of this corporation shall be the filing date of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned has made and subscribed these articles of incorporation this 7th day of October, 1997.


By


MICHAEL S. SINGER
Incorporator

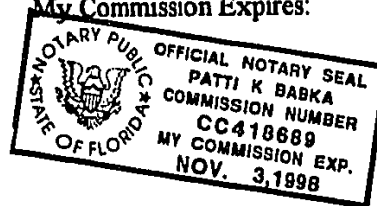
STATE OF FLORIDA
COUNTY OF PALM BEACH

Before me, the undersigned authority, personally appeared MICHAEL S. SINGER, to me to be the person described in and who subscribed the above and foregoing Articles of Incorporation; and who acknowledged that he made and subscribed the same for the purposes and uses set forth therein.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal in the above-named County and State this 7th day of October, 1997.


Notary Public

My Commission Expires:



STATE OF FLORIDA
DEPARTMENT OF STATE

**Certificate Designating Place of Business or Domicile for the Service of Process Within
This State, Naming Agent Upon Whom Process May be Served and Names and
Addresses of the Officers and Trustees.**

The following is submitted, in compliance with Chapter 48.091, Florida Statutes.

S & L GOLF ENTERPRISES, INC., a corporation organized under the laws of the State of Florida, with its principal office at 7100 N. Military Trail, Palm Beach Gardens, Florida 33410, as named MICHAEL S. SINGER, ESQ., of SINGER & ZANE, P.A. located at 701 Northpoint Parkway, Suite 330, West Palm Beach, Florida 33407, as its agent to accept service of process within this State.

OFFICERS

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Scott Solem	President	7100 N. Military Trail Palm Beach Gardens, FL 33410
Lawrence Sugarman	Vice President Secretary Treasurer	7100 N. Military Trail Palm Beach Gardens, FL 33410

DIRECTORS

Lawrence Sugarman	7100 N. Military Trail Palm Beach Gardens, FL 33410
Scott Solem	7100 N. Military Trail Palm Beach Gardens, FL 33410

ACCEPTANCE:

I agree as Registered Agent to accept Service of Process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the Florida designated address) in some conspicuous place in the office as required by law.



MICHAEL S. SINGER,
Registered Agent

97 OCT 13 AM 8:28
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
OCT 13 AM 8:28
FILED