

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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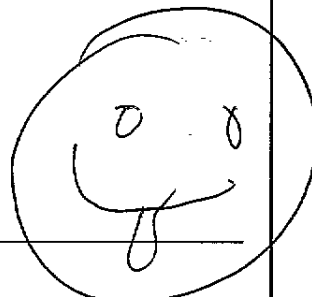
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Countryside Golf, Inc.

- Art of Inc. File Cert.
- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Trade/Service Mark _____
- 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 _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
- UCC 11 Retrieval _____
- Courier _____



Signature _____

Requested by: (Signature)

Name _____

Date 11-3-97

Time 9:50

Walk-In _____

Will Pick Up _____

RECEIVED
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DIVISION OF CORPORATIONS

RP

11-3-97

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ARTICLES OF INCORPORATION
OF
COUNTRYSIDE GOLF, INC.

ARTICLE I - Name and Principal Office

The name of this corporation is **COUNTRYSIDE GOLF, INC.** The principal office of this corporation is: **28870 U.S. 19 NORTH, SUITE 230, CLEARWATER, FL 33761.**

ARTICLE II - Duration

This corporation shall have perpetual existence.

ARTICLE III - Purpose

This corporation is organized to include the transaction of any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes (1996) as presently enacted and as it may be amended from time to time.

ARTICLE IV - Capital Stock

This corporation shall be authorized to issue One Thousand (1,000) shares of common stock at \$.01 par value per share.

The holders of common stock shall be entitled to one (1) vote for each share held at all meetings of the Stockholders of this corporation, and such shares shall be fully paid and non-assessable.

ARTICLE V - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is: **911 CHESTNUT STREET, CLEARWATER, FL 33756**, and the name of the initial registered agent of this corporation at that address is: **MICHAEL T. CRONIN.**

ARTICLE VI - Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time in accordance with the bylaws but shall never be less than one (1). The name and address of the initial director of this corporation is:

<u>Name</u>	<u>Address</u>
Michael T. Cronin	911 Chestnut Street Clearwater, FL 33756.

ARTICLE VII - Incorporator

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

<u>Name</u>	<u>Address</u>
Michael T. Cronin	911 Chestnut Street Clearwater, FL 33756.

ARTICLE VIII - Indemnification

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

ARTICLE IX - Amendment

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 31st day of October, 1997.



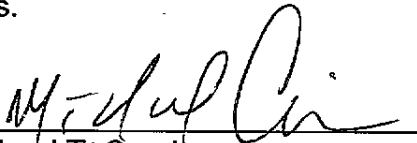
Michael T. Cronin

CERTIFICATE DESIGNATING REGISTERED AGENT
AND STREET ADDRESS FOR SERVICE OF PROCESS
WITHIN FLORIDA

Pursuant to Section 48.091, Florida Statutes, **COUNTRYSIDE GOLF, INC.**, desiring to organize under the laws of the State of Florida, hereby designates **MICHAEL T. CRONIN**, located at **911 CHESTNUT STREET, CLEARWATER, FL 33756**, as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above named corporation, at the place designated above, and agrees to comply with the provisions of Section 48.091(2), Florida Statutes, relative to maintaining an office for the service of process.



Michael T. Cronin

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