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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

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FROM: LOWNDES, DROSDICK, DOSTER, KANTOR & REED, P. ACCT#: 072720000036

CONTACT: KAREN L DIDEA

PHONE: (407)843-4600

FAX #: (407)843-4444

NAME: THE GOLF HANDICAP SYSTEM, INC.

AUDIT NUMBER.....H98000007158

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0 PAGES..... 2

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ATTORNEY: 427

CLIENT: 099994

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COMMENTS:

PLEASE NOTE THAT THIS DOCUMENT MUST BE FILED WITH AN EFFECTIVE DATE OF TODAY,
April 15, 1998. IF YOU HAVE ANY QUESTIONS, PLEASE DO NOT HESITATE TO CALL ME.

THANK YOU FOR YOUR ASSISTANCE IN THIS MATTER.

GAIL S. ANDRE
Direct Dial: 407/418-6203

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
THE GOLF HANDICAP SYSTEM, INC.

ARTICLE I - NAME

The name of this corporation is THE GOLF HANDICAP SYSTEM, INC.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal office and the mailing address of the corporation is 215 North Eola Drive, Orlando, Florida 32801.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue ONE THOUSAND (1,000) shares of ONE DOLLAR (\$1.00) par value common stock.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 215 North Eola Drive, Orlando, Florida 32801, and the name of the initial registered agent of this corporation at that address is H. Gregory McNeill.

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the corporation, but shall never be less than one (1). The names and addresses of the initial directors are as follows:

H. Gregory McNeill

215 North Eola Drive
Orlando, Florida 32801

John Pantaleon

1922 Hillcrest Street
Orlando, Florida 32803

This document was prepared by:

H. Gregory McNeill, Esquire
Florida Bar Number: 0511080

Lowndes, Drosdick, Doster, Kantor & Reed, P.A.
P. O. Box 2809
Orlando, Florida 32802-2809
(407) 843-4600

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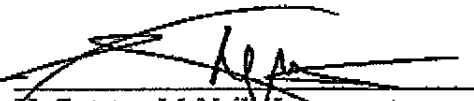
ARTICLE VI - INCORPORATOR

The name and address of the person signing these Articles are as follows:

H. Gregory McNeill


215 North Eola Drive
Orlando, Florida 32801

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of
Incorporation this 5th day of April, 1998.


H. Gregory McNeill, Incorporator


ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of THE GOLF
HANDICAP SYSTEM, INC.


H. Gregory McNeill

WAIVER OF SUBSCRIPTION RIGHTS

The undersigned hereby waives any rights of subscription which may have accrued by virtue
of the undersigned acting as Incorporator of THE GOLF HANDICAP SYSTEM, INC.


H. Gregory McNeill

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