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FIGURSKI & HARRILL  
ATTORNEYS AT LAW

THE HOLIDAY TOWER  
2435 U.S. HIGHWAY 19, SUITE 350  
HOLIDAY, FLORIDA 34691

GERALD A. FIGURSKI, P.A.  
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(813) 942-0733  
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June 4, 1998

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-06/09/98--01023--009  
\*\*\*\*122.50 \*\*\*\*122.50

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

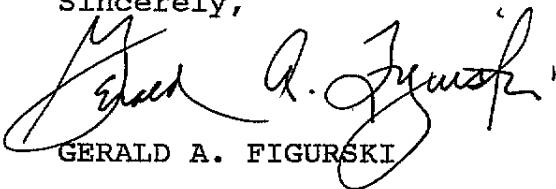
RE: County Line Golf, Inc.

Dear Sir or Madam:

Enclosed for filing please find an original and one copy of the Articles of Incorporation for County Line Golf, Inc., along with our firm check in the amount of \$122.50.

Should you have any questions or comments regarding this matter, please do not hesitate to contact me.

Sincerely,



GERALD A. FIGURSKI

/mjp  
Enclosures  
cc: Mr. Dale K. Reash

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98 JUN -9 AM 11:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

BR 6/11/98

ARTICLES OF INCORPORATION

OF

COUNTY LINE GOLF, INC.

The undersigned subscriber, is organizing a corporation for profit pursuant to the Statutes of the State providing for the formation, liabilities, rights, privileges and immunities of a corporation for profit.

ARTICLE I

The name of the corporation shall be COUNTY LINE GOLF, INC., and the principal place of business of said corporation shall be 1650 Richard Ervin Parkway, Tarpon Springs, Florida 34689.

ARTICLE II

The registered office of said corporation shall be in Pasco County, Florida, which address shall be 2435 U.S. Highway 19, Suite 350, Holiday, Florida 34691, and GERALD A. FIGURSKI, is hereby designated as the Registered Agent for service of process for said corporation at said address.

ARTICLE III

The purpose of the corporation is to engage in any activities or business permitted under the laws of the State of Florida or the United States.

ARTICLE IV

This corporation shall be authorized to issue Five Thousand Dollars (\$5,000.00) in stock as follows:

|                 |   |
|-----------------|---|
| Common Stock    | \$1.00 par value<br>\$1.00 per share<br>A total of 5,000 shares |
| Preferred Stock | No Preferred Stock  |

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TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

#### ARTICLE V

The corporation shall begin business with a paid in capital of Five Hundred and no/100 Dollars (\$500.00), which may be in cash or the equivalent value in property.

#### ARTICLE VI

The corporation shall have a perpetual existence unless dissolved according to law.

#### ARTICLE VII

The number of directors of this corporation initially shall be two (2); however, this number may be changed from time to time by lawful amendment of the By-Laws provided each number shall not be more than nine (9) and less than one (1).

#### ARTICLE VIII

The name and address of the organizers and the first Board of Directors, who, subject to the provisions of this Certificate of Incorporation, the By-Laws of the corporation, and the laws of the State of Florida, shall hold office for the first year of the corporation's existence or until their successors are elected and have qualified are as follows:

| <u>Name</u>    | <u>Address</u>   | <u>Title</u>  |
|----------------|--|---|
| Dale K. Reash  | 1650 Richard Ervin Parkway<br>Tarpon Springs, FL 34689 | President/Director                                  |
| Kathi D. Sever | 1650 Richard Ervin Parkway<br>Tarpon Springs, FL 34689 | Vice President/<br>Secretary/Treasurer/<br>Director |

#### ARTICLE IX

The number of shares of common stock subscribed to by the said corporation are as follows:

| <u>Name</u>    | <u>Shares</u> |
|----------------|---------------|
| Dale K. Reash  | 10 shares     |
| Kathi D. Sever | 10 shares     |

#### ARTICLE X

The corporation shall have a lien on all shares of stock in an amount equal to any debts that a stockholder may owe the corporation.

No transfer of stock shall be valid or binding until the transfer has been duly recorded and entered upon the corporate books.

The power to amend the Certification of Incorporation shall be vested in the Board of Directors, but such amendment shall not become effective until and unless approved by a majority of the stockholders.

IN WITNESS WHEREOF, the undersigned organizer and incorporator has hereunto set his hand and seal this 2nd day of June, 1998, for the purpose of forming this corporation under the laws of the State of Florida, and hereby make and file this Certificate of Incorporation in the Office of the Secretary of State of Florida and certify that the facts therein are true.

Witnesses:

[Signature]  
[Signature]

[Signature]  
DALE K. REASH  
[Signature]  
KATHI D. SEVER

STATE OF FLORIDA )  
COUNTY OF PINELLAS)

The foregoing Articles of Incorporation was acknowledged before me this 2nd day of June, 1998, by DALE K. REASH and KATHI D. SEVER, who are personally known to me or have produced n/a as identification and who did take an oath.

Maureen J. Peck  
Notary Signature

Maureen J. Peck  
Name of Notary Printed



Maureen J. Peck  
MY COMMISSION # CC588950 EXPIRES  
September 24, 2000  
BONDED THRU TROY FAIR INSURANCE, INC.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-  
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I  
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY  
WITH THE PROVISION OF ALL STATUTES RELATIVE TO THE PROPER AND  
COMPLETE PERFORMANCE OF MY DUTIES.

Dated: 6/4, 1998

Gerald A. Figurski  
GERALD A. FIGURSKI  
Registered Agent

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98 JUN -9 AM 11:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA