



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 852210 81325A

AUTHORIZATION :

Patricia Pigato

COST LIMIT : \$ 122.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 11 PM 1:40

ORDER DATE : June 11, 1998

ORDER TIME : 10:0 AM

ORDER NO. : 852210-005

CUSTOMER NO: 81325A

CUSTOMER: Mr. Gregory S. Band
LEVIN AND TANNENBAUM, P.A.

Suite 102
1680 Fruitville Road
Sarasota, FL 34236

800002556748--0

DOMESTIC FILING

NAME: PUTTERS II, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Turner

EXAMINER'S INITIALS:

RECEIVED
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DIVISION OF CORPORATION

6-11-98

ARTICLES OF INCORPORATION
OF
PUTTERS II, INC.

The undersigned incorporator, for the purpose of forming a Corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is: **PUTTERS II, INC.**

ARTICLE II - TERM OF EXISTENCE

The Corporation is to exist perpetually.

ARTICLE III - PURPOSES

The purposes of this Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The shares of Stock of this Corporation shall consist of only one class. The number of shares of Stock that this Corporation is authorized to have outstanding at any one time is 1,000 shares of Common Stock having a par value of \$1.00 per share.

ARTICLE V - PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be:

240 South Pineapple Avenue, 10th floor
Sarasota, Florida 34236

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ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The street address of the registered office of this Corporation is 1680 Fruitville Road, Suite 102, Sarasota, Florida 34236, and the registered agent at such office is Gregory S. Band.

ARTICLE VII - DIRECTORS

This Corporation shall have four directors initially. The number of Directors may be modified from time to time by by-laws adopted by the Shareholders. The names and street addresses of the members of the first Board of Directors are:

David S. Band
240 South Pineapple Avenue, 10th floor
Sarasota, Florida 34236

Dr. Lewis Hanan
1830 S. Tuttle Avenue
Sarasota, Florida 34239

Gerald Loevner
4077 Flamingo Avenue
Sarasota, Florida 34242

Marvin Eichenblatt
204 N. Tamiami Trail
Sarasota, Florida 34236

ARTICLE VIII - AMENDMENT

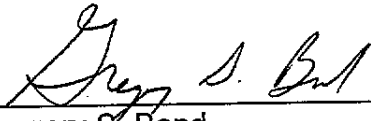
These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the shareholders and approved at a Shareholders Meeting by a majority of the Stock entitled to vote thereon.

ARTICLE IX - INCORPORATORS

The name and street address of the Incorporator to these Articles of Incorporation is as follows:

Gregory S. Band
1680 Fruitville Road
Suite 102
Sarasota, Florida 34236

The undersigned executed these Articles of Incorporation this 10th day of June, 1998.

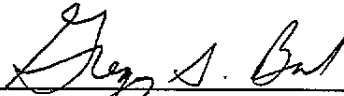


Gregory S. Band

"INCORPORATOR"

ACCEPTANCE OF REGISTERED AGENT

Having been named Registered Agent to accept service of process for PUTTERS II, INC. at the registered office designated in the Articles, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.



Gregory S. Band
Registered Agent

June 10, 1998

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