



THE UNITED STATES
CORPORATION
COMPANY

P98000052417

ACCOUNT NO. : 072100000032

REFERENCE : 852244 135564A

AUTHORIZATION :

Patricia Pigute

COST LIMIT : \$ 122.50

ORDER DATE : June 11, 1998

ORDER TIME : 9:52 AM

ORDER NO. : 852244-005

CUSTOMER NO: 135564A

CUSTOMER: Ms. Rebecca Lepage
KEANE & REESE, P.A.

Oakdale Professional Center
36426 U.S. Highway 19 North
Palm Harbor, FL 34684

200002556742--8

DOMESTIC FILING

NAME: GOLF VENTURES OF TAMPA BAY,
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: _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 11 PM 1:47

RECEIVED
98 JUN 11 AM 11:20
DIVISION OF CORPORATION

6-11
AS

ARTICLES OF INCORPORATION

OF

GOLF VENTURES OF TAMPA BAY, INC.

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DIVISION OF CORPORATIONS
98 JUN 11 PM 1:47

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

1. Name and Address. The name of the Corporation shall be GOLF VENTURES OF TAMPA BAY, INC. The mailing address of the Corporation shall be 36426 US 19 North, Palm Harbor, Florida 34684.

2. Duration. The Corporation shall have perpetual existence.

3. Purpose. The purpose of the corporation is to engage in any activities of business permitted under the laws of the United States and of Florida.

4. Capital Stock. The corporation is authorized to issue 1,000 shares of common stock, at a par value of ONE (\$1.00) DOLLAR per share.

5. Initial Registered Office and Agent. The name and address of the initial registered agent and office of the Corporation is MICHAEL K. REESE whose address is 36426 U.S. Highway 19 North, Palm Harbor, FL 34684.

6. Initial Board of Directors. The corporation shall have ONE (1) director initially. The number of directors may be increased or decreased from time to time by an amendment of the Bylaws in the manner provided by law, but shall never be less than ONE (1). The name and address of the person who is to serve as the initial director is Bruce Pitcher, whose mailing address is 36426 US 19 North, Palm Harbor, Florida 34684.

7. Incorporator. The name and address of the incorporator is Michael K. Reese whose address is 36426 U.S. Highway 19 North, Palm Harbor, FL 34684.

8. Bylaw Amendment. The power to adopt, alter, amend or repeal the Bylaws of this corporation shall be vested in the Board of Directors.

9. Indemnification. The corporation shall indemnify any officer or director, or any former officer and director, to the full extent permitted by law.

10. Informal Action of Directors. If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writing evidencing their consent are filed with the Secretary of the corporation, the action shall be valid as though it had been authorized at a meeting of the Board of Directors.

11. Amendment of Articles. This corporation reserves the right to adopt, alter, amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in accordance with Florida law.

WHEREAS, the undersigned, as Incorporator, has executed these Articles of Incorporation on this, the 9TH day of June, 1998.


MICHAEL K. REESE, Incorporator

Having been designated as the Registered Agent in the above and foregoing Articles, the undersigned is familiar with, and accepts the obligations of the position of Registered Agent.


MICHAEL K. REESE, Registered Agent

STATE OF FLORIDA
COUNTY OF PINELLAS

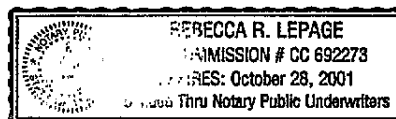
The foregoing was acknowledged before me this 9th day of June, 1998, by MICHAEL K. REESE.

XX Who is personally known to me; or

 Who produced N/A as identification and who did take an oath.


Notary Public

My commission expires:



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