

6/26/98

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS
FROM: ACE INDUSTRIES, INC.
CONTACT: PAM FRIEDMAN
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ACCT#: 070744001530
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NAME: DAVE'S GOLF INC.
AUDIT NUMBER.....H98000011930
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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ARTICLES OF INCORPORATION

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TALLAHASSEE, FLORIDA

Article 1: Name of Corporation: DAVE'S GOLF INC.

Address of Corporation: 9285 ARBORWOOD CIRCLE
DAVIE, FL 33328

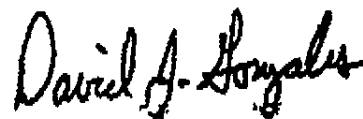
Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 10,000 , with a par value of \$1.00 .
(PAR VALUE IS NOT REQUIRED).

Article 3: REGISTERED AGENT: DAVID J. GONZALES

REGISTERED OFFICE: 9285 ARBORWOOD CIRCLE
DAVIE, FL 33328

* I am familiar with and hereby accept the duties and responsibilities as Registered Agent for said corporation.

06 / 26 / 98
Date



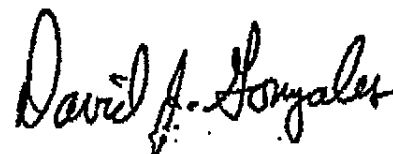
Signature of Registered Agent

Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED).
First listed is President, second is Vice President, then Secretary/Treasurer.

1. DAVID J. GONZALES, 9285 ARBORWOOD CIRCLE, DAVIE, FL 33328
- 2.
- 3.

Article 5: The NAME and ADDRESS of the INCORPORATOR is:

DAVID J. GONZALES
9285 ARBORWOOD CIRCLE
DAVIE, FL 33328



In witness whereof, I have subscribed my name:

Signature of Incorporator

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Prepared by: Ace Industries, Inc., 54 NW 11th Street, Miami, FL 33136, (305) 358-2571