

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

98 JUL 14 PM 2:48

P98000062064

Golfers Depot, Inc

400002568994--0

-06/23/98--01014--023

\*\*\*\*\*70.00 \*\*\*\*\*70.00

EFFECTIVE DATE

07-05-98

✓ Art of Inc. File photo

LTD Partnership File

Foreign Corp. File

L.C. File

Fictitious Name File

Trade/Service Mark

Merger File

Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

Cert. Copy

✓ Photo Copy

Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

Courier

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

RECEIVED  
98 JUN 23 AM 9:22  
DIVISION OF CORPORATIONS

RP  
07-14-98



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

June 23, 1998

**CAPITAL CONNECTION, INC.**  
**417 E. VIRGINIA ST.**  
**STE. 1**  
**TALLAHASSEE, FL 32301**

**SUBJECT: GOLFERS DEPOT, INC.**  
**Ref. Number: W98000014336**

We have received your document for GOLFERS DEPOT, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6929.

Randall Purintun  
Document Specialist

Letter Number: 198A00034419

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ARTICLES OF INCORPORATION  
OF  
GOLFERS DEPOT, INC.

The undersigned hereby makes and subscribes these Articles of Incorporation intending to form a corporation under provisions of Chapter 607, Florida Statutes.

EFFECTIVE DATE  
07-05-98

ARTICLE I

The name of the corporation will be GOLFERS DEPOT, INC.

ARTICLE II

The corporation may engage in any activity of business permitted under the laws of the United States and of the State of Florida. While engaging in such activity or business, it may exercise all of the powers and privileges conferred by chapter 607, Florida Statutes, as presently in effect and as it may be amended from time to time in the future.

ARTICLE III

The capital stock of the corporation will consist of 100 shares of common stock, par value of \$1.00 per share.

ARTICLE IV

The corporation will begin business with capital of not less than One Hundred Dollars (\$100.00).

ARTICLE V

Corporate existence shall began at the time of subscription and acknowledgement. The corporation is to have perpetual existence unless dissolved by law.

#### ARTICLE VI

The initial street address in Florida of the principal office of the corporation will be 10955 SE Federal Highway, Hobe Sound, Florida, 33455.

#### ARTICLE VII

The number of directors will be not less than one, the number to actually serve from time to time to be determined by the directors elected by the stockholders.

#### ARTICLE VIII

The names and addresses of the members of the first Board of Directors and Officers who will hold office as provided by the law are as follows:

NAME	ADDRESS
Randall F. Grills, President	10955 SE Federal Hgwy Hobe Sound, Fl 33455
Thomas C. Henderson, Vice President	1 Muriel Place Greenwich, Ct 06830
Joan M. Grills, Secretary	8173 SE Cumberland Cir. Hobe Sound, Fl 33455
Brian A. Anderson, Director	10955 SE Federal Hgwy Hobe Sound, Fl 33455

#### ARTICLE IX

The name and street address of the person signing these Articles of Incorporation as subscriber is Randall F. Grills, 10955 SE Federal Highway, Hobe Sound, Fl 33455.

#### ARTICLE X

The following provisions are inserted for regulation of the business and for the conduct of the affairs of the corporation:

(a) No holder of stock of the Corporation of any class shall have preferential, preemptive, or other right to subscribe for or to purchase from the Corporation any stock of the Corporation of any class whether or not now authorized, or to purchase any bonds, certificates of indebtedness, debentures, notes, obligations or other securities, which the Corporation may at any time use, whether or not the same shall be convertible into stock of the

Corporation of any class or shall entitle the owner or holder to purchase stock of the Corporation of any class.

(b) No contract or other transaction between the Corporation and any other corporation, in the absence of fraud, shall be effected or invalidated by the fact that any one or more of the Directors of the Corporation is or are interested in, or is a Director or Officer or are director or directors, individually or jointly may be a party or parties to, or may be interested in any contract or transaction of the Corporation, or in which the Corporation is interested, and no contract, act or transaction, in absence of fraud, shall be affected or invalidated by the fact that any director or directors of the Corporation is party or are parties to or interested in such contract, act or transaction, or in any way connected with such person or persons, or firm or corporation, and every person who may become a Director of the Corporation is hereby relieved from any liability which might otherwise exist from his contraction with the Corporation for the benefit of himself or any firm, association or corporation in which he may be in anywise interested. Any Director of the Corporation may vote upon any contract or other transaction between the Corporation and subsidiary or controlled corporation without regard to the fact that he is also a Director of such subsidiary or controlled corporation.

(C) The Corporation may restrict the transfer of its share in manner consistent with law and holders of shares of stock of this Corporation may include in agreements among themselves, limitations upon the transfer or assignment of shares of stock of this Corporation, and this Corporation may become a party to said agreements.

(d) This Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the same manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein granted are subject to this reservation.

IN WITNESS WHEREOF, the undersigned natural person, competent to contract, has subscribed these Articles of Incorporation, this 5th day of July 1998.

  
Randall F. Grills

STATE OF FLORIDA  
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized to take acknowledgments, personally appeared Randall F. Grills to me known to be the person described in and who executed the foregoing Articles of Incorporation of GOLFERS DEPOT, INC., and he acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal of the County and State named above this        day of        1998.

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NOTARY PUBLIC, STATE OF FLORIDA

My commission expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act. That GOLFERS DEPOT, INC., desiring to organize under laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation in the City of Hobe Sound, County of Martin, State of Florida, has named Randall F. Grills located at 10955 SE Federal Highway, Hobe Sound, FL 33455, as its agent to accept service or process within this state.

ACKNOWLEDGMENTS:

Having been named to accept service of process to the above stated corporation, at place designated in this certificate, I hereby, accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

  
RESIDENT AGENT

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DIVISION OF CORPORATIONS  
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