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TO: DIVISION OF CORPORATIONS

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NAME: GOLFING PARTNERS, INC.

AUDIT NUMBER.....H98000019647

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

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ARTICLES OF INCORPORATION
OF

GOLFING PARTNERS, INC.

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ARTICLE I - NAME

The name of this corporation is: **GOLFING PARTNERS, INC.**

ARTICLE II - PRINCIPAL PLACE OF BUSINESS

The principal place of business for this corporation is **777 Brickell Avenue, Suite 780, Miami, Florida.**

ARTICLE III - DURATION

This corporation shall have perpetual existence, commencing on the date of the filing of these Articles of Incorporation with the Florida Department of State, Division of Corporations, Tallahassee, Florida.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue One Hundred (100) shares of \$1.00 par value common stock.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is **777 Brickell Avenue, Suite 780, Miami, Florida 33131**, and the name of the Registered Agent of this corporation is **Richard H. Bergman, Esquire.**

This instrument prepared by:

Richard H. Bergman, Esq.
BERGMAN & JACOBS, P.A.
777 Brickell Avenue, Suite 780
Miami, Florida 33131
(305) 577-8733 / (305) 577-9730 Fax
Florida Bar No. 160552

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ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have four (4) director(s) initially. The number of directors may be either increased or diminished from time to time by the Bylaws of this corporation but shall never be less than one. The name and address of the initial director(s) of this corporation is/are:

	NAME:	ADDRESS:
1.	Richard H. Bergman	777 Brickell Avenue, Suite 780 Miami, Florida 33131
2.	Clifford Schulman	777 Brickell Avenue, Suite 780 Miami, Florida 33131
3.	Harvey Birdman	777 Brickell Avenue, Suite 780 Miami, Florida 33131
4.	Arthur Kubli	777 Brickell Avenue, Suite 780 Miami, Florida 33131

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is: Richard H. Bergman, 777 Brickell Avenue, Suite 780, Miami, Florida 33131.

ARTICLE IX - BY LAWS

The powers to adopt, alter, amend or repeal the By Laws shall be vested in the Board of Directors.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by the laws of the State of Florida.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 22nd day of October, 1998.


RICHARD H. BERGMAN, Incorporator

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SWORN TO AND SUBSCRIBED before me, a Notary Public, in and for the State of Florida on this 22nd day of October, 1998.


NOTARY PUBLIC

My commission expires:



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for **GOLFING PARTNERS, INC.**, at place designated in the Articles of Incorporation, I agree to act in this capacity and to comply with the provisions of Section 48.091, Fla. Stat. (1981) relative to keeping open such office until such time as I shall notify the corporation of my resignation.

DATED in Miami, Dade County, Florida on this 22nd day of October, 1998.


RICHARD H. BERGMAN, Registered Agent

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