

**CORPORATE
ACCESS,
INC.**

P99000048330

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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ARTICLES OF INCORPORATION

OF

EFFECTIVE DATE

5/26/99

Golfers Access, Inc.

ARTICLE I

NAME

The name of this corporation is **Golfers Access, Inc.** at 1540 Oneco Avenue, Winter Park, Florida 32789.

ARTICLE II

DURATION

This corporation shall have perpetual existence commencing on May 26, 1999.

ARTICLE III

PURPOSE

This corporation is organized for the purpose of engaging in internet commerce and for the purpose of transacting any and all lawful business.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of common stock with a par value of One Dollar (\$1.00) per share.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is **1540 Oneco Avenue, Winter Park, Florida 32789** and the name of the initial registered agent of this corporation at that address is **Claudine Vipperman**.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

Claudine Vipperman
1540 Oneco Avenue
Winter Park, Florida 32789

Michele P. DeWitt
515 Broadway Ave
Orlando, Florida 32803

ARTICLE VII

INCORPORATORS

The name and address of the persons signing these articles are:

Claudine Vipperman
1540 Oneco Avenue
Winter Park, Florida 32789

Michele P. DeWitt
515 Broadway Ave
Orlando, Florida 32803

ARTICLE VIII

BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX

PROVISIONS FOR REGULATION OF THE CORPORATION'S INTERNAL AFFAIRS

Section 1. Meeting of Shareholders and Directors. Meetings of the shareholders and directors of this corporation may be held either within or without the State of Florida at such place or places as may from time be designated in the code of bylaws or by resolution of the board of directors.

Section 2. Code of Bylaws. The initial code of bylaws of this corporation shall be adopted by its board of directors. The power to amend or repeal the bylaws or to adopt a new code of bylaws shall be in the shareholders, but the affirmative vote of majority of the shares outstanding (or their proxies) shall be necessary to exercise that power. The code of bylaws may contain any provisions for the regulation and management of this corporation which are consistent with the Florida Statutes and these Articles of Incorporation.

Section 3. Contracts in Which Directors Have an Interest. No contract or other transaction of this corporation with any person, firm or corporation or no other contract or other transaction in which this corporation is interested shall be invalidated or affected by (a) the fact that one or more of the directors of this corporation is interested in or is a director or officer of another corporation, or (b) the fact that any director, individually or jointly with others may be a party to or may be interested in the contract or transaction; and each person who may become a director of this corporation is hereby relieved from any liability that might otherwise arise by reason of his contracting with this corporation for the benefit of himself or any firm, or corporation in which he may be interested.

ARTICLE X

INDEMNIFICATION

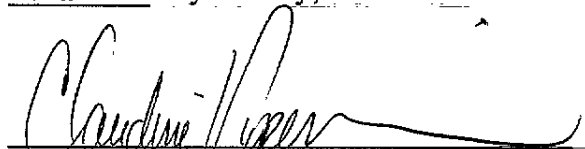
The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

ARTICLE XI

PREEMPTIVE RIGHTS OF SHAREHOLDERS

Every shareholder, upon the sale of any new stock of this corporation, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others. Stock certificates issued by the corporation shall bear the legend "Stock issued by this corporation is subject to the provisions of the Articles of Incorporation regarding preemptive rights of shareholders."

IN WITNESS WHEREOF, the undersigned, being the incorporators of this corporation, executed these articles of incorporation and certify to the truth of the facts herein stated this 26th day of May, 1999.



Claudine Viperman



Michele P. DeWitt

STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 26th day of May, 1999 by Claudine Viperman and Michele P. DeWitt, who are personally known to me or who have

produced V165-783-72-586-0 and D300-555-66-793-1 respectively as identification and who did take an oath.

A. T. Rodgers

A.T. Rodgers

Notary Public, State of Florida

My commission expires: 4/22/2000

My Commission #CC 525914



A. T. Rodgers
MY COMMISSION # CC525914 EXPIRES
April 22, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

CERTIFICATE OF REGISTERED AGENT

Having been named as registered agent and designated to accept service of process for **Golfers Access, Inc.**, a Florida corporation at the place designated in the Articles of Incorporation, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Date: May 26, 1999

Claudine Vipperman

Name: Claudine Vipperman
Registered Agent

FILED
99 MAY 27 PM 12:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA