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ATTORNEYS AT LAW
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630 EAST OCEAN AVENUE
BOYNTON BEACH, FLORIDA 33425

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
99 JUN -7 PM 3:47

ROBERT B. REED
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ROBERT F. GRIFFITH, JR.
OF COUNSEL

June 3, 1999

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-06/07/99--01129--003
***122.50 ***78.75

State of Florida
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

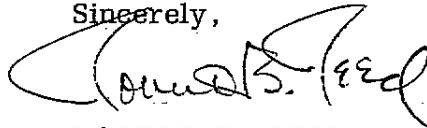
RE: RAINBOW FABRICATIONS, INC.

To whom it may concern:

Enclosed herewith please find original and one (1) copy of Articles of Incorporation for RAINBOW FABRICATIONS, INC., a Florida corporation, original Certificate Designating Place of Business and this firm's check in the amount of \$122.50.

Please file the Articles and return a certified copy of same to my office in the enclosed self-addressed, stamped envelope. Thank you for your assistance in this regard.

Sincerely,



ROBERT B. REED

/cw
Enclosures

12-199-13405

Concl for:
Robert Reed

GAVE
AUTHORIZATION BY PHONE TO
CORRECT Art. I
DATE 6/10/99
DOC. EXAM Kevin Brown

ARTICLES OF INCORPORATION

OF

RAINBOW FABRICATIONS, INC.

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ARTICLE I - NAME

The name of this corporation is RAINBOW FABRICATIONS, INC.

ARTICLE II - DURATION

This corporation is to exist perpetually.

ARTICLE III - PURPOSE

This corporation is organized for the following purposes:

To fabricate, manufacture, install, sell, transport, or otherwise deal with golf course equipment, accessories, and related products, and for the purpose of transacting any or all other lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue sixty (60) shares no par value common stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is

1200 Old Boynton Road, Boynton Beach, FL 33426

and the name of the initial registered agent of this corporation at that address is MATTHEW T. WEAVER.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director(s) 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. The name and address of the initial director(s) of this corporation is:

NAME:

ADDRESS:

MATTHEW T. WEAVER

1200 Old Boynton Road
Boynton Beach, Florida 33426

ARTICLE VII - INCORPORATOR

The name and address of the person(s) signing these articles is:

NAME:

ADDRESS:

MATTHEW T. WEAVER

1200 Old Boynton Road
Boynton Beach, Florida 33426

IN WITNESS WHEREOF, the undersigned subscriber(s) has executed these
Articles of Incorporation this 3 day of June, 1999.


MATTHEW T. WEAVER
Subscriber

STATE OF FLORIDA

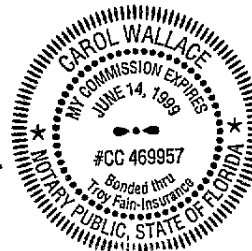
COUNTY OF PALM BEACH

Before me, a notary public, authorized to take acknowledgments in the
State of Florida, County of Palm Beach, personally appeared
MATTHEW T. WEAVER, to me known to be the
person who executed the foregoing Articles of Incorporation, or who produced
driver's license as identification, and he acknowledged before
me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official
seal, in the state and county aforesaid, this 3 day of June,
1999.


NOTARY PUBLIC, State of Florida

(seal)



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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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In compliance with Section 48.091, Florida Statutes, the following is submitted:

FIRST: That RAINBOW FABRICATIONS, INC. desiring
to organize or qualify under the Laws of the State of Florida, with its principal
place of business at City of Boynton Beach,
State of Florida, has named MATTHEW T. WEAVER, located
at 1200 Old Boynton Road, Boynton Beach, Florida 33426, City
of Boynton Beach, State of Florida, as its Agent to accept service
of process within Florida.


MATTHEW T. WEAVER

TITLE: President/Secretary

DATE: 6-3-99

Having been named to accept service of process for the above-stated corporation,
at the place designated in this Certificate, I hereby agree to act in this capacity,
and I further agree to comply with the provisions of all statutes relative to the
proper and complete performance of my duties.


MATTHEW T. WEAVER

Date: 6-3-99