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**FLORIDA PROFTT CORPORATION OR P.A.**

**GRIP STRIP, INC.**

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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

September 20, 1999

EMPIRE

SUBJECT: GRIP STRIP, INC.  
REF: W99000021570

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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**ARTICLES OF INCORPORATION  
OF  
GRIP STRIP GOLF EQUIPMENT, INC.**

**CORPORATE NAME AND PRINCIPAL PLACE OF BUSINESS**

Grip Strip Golf Equipment, Inc.  
200 South Biscayne Blvd., Suite 4600  
Miami, Florida 33131-2310

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**ARTICLE II**

**CORPORATE EXISTENCE**

The existence of the corporation shall be perpetual. Corporate existence shall begin upon the filing of the Articles of Incorporation by the Florida Department of State.

**ARTICLE III**

**NATURE OF CORPORATE BUSINESS**

The Corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

**ARTICLE IV**

**CAPITAL STOCK**

This Corporation is authorized to issue a maximum of five hundred (500) shares of stock. The shares authorized shall be common stock, having a par value of one dollar (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

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#### ARTICLE V

##### INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of  
Florida shall be:

George G. Sirota  
200 South Biscayne Blvd. Suite 4600  
Miami, Florida, 33131-2310

#### ARTICLE VI

##### INITIAL BOARD OF DIRECTORS

This Corporation shall have three directors initially. The number of directors may  
be either increased or decreased from time to time according to the by-laws, but shall  
never be less than one.

The name and address of the initial directors of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Daniel Dausey	200 South Biscayne Blvd. Suite 4600 Miami, Florida, 33131-2310
Marie T. Dausey	15405 Miami Lakeway N. # 208 Miami Lakes, Fl 33014
George G. Sirota	200 South Biscayne Blvd. Suite 4600 Miami, Florida, 33131-2310

The members of this Board of Directors shall hold office until the first annual  
meeting of stockholders of the Corporation.

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ARTICLE VII

INCORPORATORS

The name and post office of the Incorporator executing these Articles of  
Incorporation is as follows:

INCORPORATOR

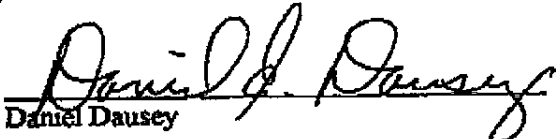
ADDRESS

Daniel Dausey

200 South Biscayne Blvd. Suite 4600  
Miami, Florida, 33131-2310

The undersigned, being the original subscriber to these Articles of Incorporation,  
for the purpose of forming a Corporation for profit and to do business both within and  
without the State of Florida, do hereby make, subscribe, acknowledge and file these  
Articles of Incorporation, hereby declaring and certifying that the facts herein stated are  
true and, accordingly, has hereunto set his hand and seal this

20<sup>th</sup> day of September, 1999.

  
Daniel Dausey

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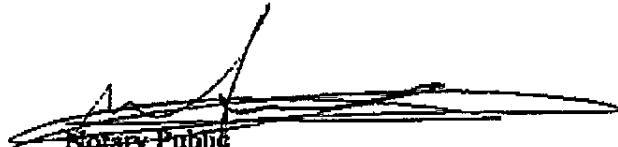
STATE OF FLORIDA )

) SS

COUNTY OF DADE )

BEFORE ME, the undersigned authority, duly authorized in the State of Florida, County of DADE to take acknowledgments, personally appeared Daniel Dausey, the person described as Incorporator in the foregoing Articles of Incorporation or who presented the following identification: PERSONALLY KNOWN TO ME

WITNESS my hand and seal at Miami, DADE County, Florida  
this 20<sup>th</sup> day of September, 1999.

  
Notary Public  
/ State of Florida

My Commission expires:

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**CERTIFICATE DESIGNATING REGISTERED  
AGENT FOR SERVICE OF PROCESS**

Pursuant to Chapter 48.091, Florida Statutes, the undersigned hereby designates  
George G. Sirota, as its registered Agent to accept service of process within this State.

  
George G. Sirota

The undersigned hereby accepts the foregoing designation as Registered Agent  
for service of process within the State of Florida, and agrees to comply with the provisions  
of the law applicable to said designation.

  
George G. Sirota

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