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FILED
99 DEC -3 AM 7:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

November 30, 1999

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

200003059902--9
-12/03/99--01054--005
****122.50 *****78.75

RE: Incorporation - Jerebi Golf, Inc.

Dear Madame/Sir:

Enclosed please find for filing an original and one copy of the Articles of Incorporation. Enclosed is my check in the amount of \$122.50 in payment of the basic filing fee plus the fee for return of a certified copy of the Articles.

Sincerely,



ROD TENNYSON
WWW.gate.net/~tennyson
email: tennyson@gate.net

RT:mkb
Enclosures

D. BROWN DEC - 7 1999

ARTICLES OF INCORPORATION OF

JEREBI GOLF, INC.

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ARTICLE I CORPORATE NAME

The name of this corporation shall be Jerebi Golf, Inc.

ARTICLE II PURPOSE, POWERS AND NATURE OF BUSINESS

This corporation is hereby authorized to carry on all or any part of the several businesses enumerated in this Article II, and enumeration of such businesses expresses the purpose of this corporation, to-wit: To conduct, operate, engage in, and manage a sport golf business, including, but not limited to, the business and operations incidental thereto. This corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida, including, but not limited to the following: To manage, purchase or otherwise acquire and to hold, own, mortgage, pledge, rent, lease, sell assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services of every class, kind and description; except that it is not to conduct a banking, safe deposit, trust, insurance, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state or fair exposition. To purchase, hold, sell, improve, and lease real estate, and to mortgage and encumber the same, and to erect, manage, care for and maintain, extend and alter buildings thereon, within or without the State of Florida. To acquire the good will, rights and property and to undertake the whole or any part of the assets and the liabilities of any person, firm, association or corporation, to pay for the same in cash, the stock of this corporation, bonds or otherwise, to hold, or in any manner dispose of the whole or any part of the property so purchased; to conduct in any lawful manner the whole or any part of any business so acquired and to exercise all the powers necessary to or convenient in and about the conduct of such business, within or without the State of Florida. To enter into, make or perform contracts of every kind for any lawful purpose, with any person, firm, association, or corporation, town, city,

county, body politic, state, territory, government or colony or dependency thereof, within or without the State of Florida. The objects and purposes specified herein shall be regarded as independent objects and purposes, and, except as otherwise expressed, shall in no way be limited or restricted by reference to or inference from the terms of any other clause or paragraph of these Articles of Incorporation.

In addition to any and all of the purposes, objects and powers set forth above, this corporation shall be authorized to conduct and engage in any lawful business and shall have all powers necessary and convenient to affect its purposes. The foregoing shall be construed both as objects and purposes and the enumeration thereof shall not be held to limit or restrict in any manner the general powers conferred upon this corporation by the laws of Florida.

ARTICLE III DURATION

This Corporation shall have perpetual existence.

ARTICLE IV CAPITAL STOCK

There will be only once class of stock in this corporation. The maximum number of shares of stock that the Corporation is authorized to have outstanding at any time is one hundred (100) shares of a par value of one dollar (\$1.00) per share.

ARTICLE V PRINCIPAL OFFICE

The initial principal office and place of business of this Corporation in the State of Florida is: 554402 Boca Arbor Club Way, Boca Raton, Florida 33433. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

**ARTICLE VI
DIRECTORS**

This corporation shall have three (3) Directors initially. The number of Directors may be increased from time to time by By-Laws adopted by the Board of Directors.

**ARTICLE VII
INITIAL DIRECTORS**

The name and post office address of the member of the first Board of Directors is:

| NAME: | ADDRESS: |
|---|---|
| DENIS ZHEREBKO President and Director | 554402 Boca Arbor Club Way Boca Raton, Florida 33433 |
| SVEN TUMBA Vice-President and Director | 1013 N. Atlantic Drive Lantana, Florida 33461 |
| IGOR MALYCHKOV Vice-President and Director | 554402 Boca Arbor Club Way Boca Raton, Florida 33433 |

**ARTICLE VIII
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is The initial registered agent of the corporation at that address is 554402 Boca Arbor Club Way, Boca Raton, Florida 33433.

**ARTICLE IX
INCORPORATOR**

The name and address of the person signing these Articles of Incorporation as Incorporator is Denis Zhrebko, whose address is 554402 Boca Arbor Club Way, Boca Raton, Florida 33433.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation, this 30th day of November 1999.



DENIS ZHEREBKO

ACCEPTANCE OF REGISTERED AGENT

I, the undersigned, hereby accept the designation of Registered Agent for service of process for JEREBI GOLF, INC.

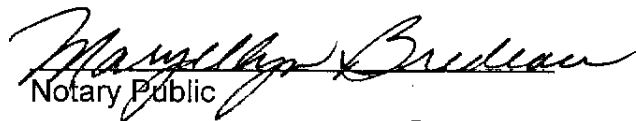
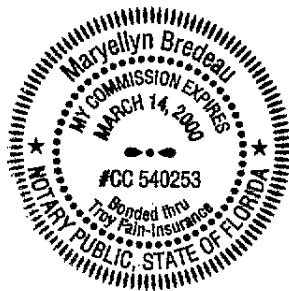


DENIS ZHEREBKO

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing Articles of Incorporation and Acceptance of Registered Agent were acknowledged before me this 30th day of November, 1999, by DENIS ZHEREBKO as President and Director of JEREBI GOLF, INC., a Florida corporation for profit, on behalf of the corporation. He (please check one of the following) ☒ is personally known to me or ☐ has produced _____ (type of identification) as identification and ☒ did or ☐ did not take an oath.


Notary Public
Notary Printed Signature

My Commission Expires: 3-14-00