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SECRETARY'S OFFICE
STATE OF DELAWARE

#96277
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State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE CERTIFICATE OF MERGER, WHICH MERGES:

"GOLF ENTERPRISES, INC.", A DELAWARE CORPORATION, WITH AND INTO "GOLF ENTERPRISES, INC." UNDER THE NAME OF "GOLF ENTERPRISES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF KANSAS, WAS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF JUNE, A.D. 1995, AT 10 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION SHALL BE GOVERNED BY THE LAWS OF THE STATE OF KANSAS.



EDWARD J. FREEL, SECRETARY OF STATE
Edward J. Freel
7/10/95 9:00:00 AM
Customer # 39661
7/10/95 9:00:00 AM
Edward J. Freel, Secretary of State

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AUTHENTICATION
CORPORATION FROM MERGER
7561617
DATE 20.00 = 20.00
06-30-95