

State of Idaho

Department of State

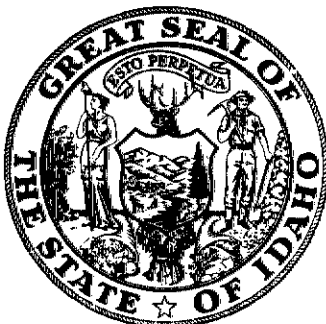
CERTIFICATE OF INCORPORATION OF

AUTOMATIC MARSHALL, INC.
File number C 107827

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: September 29, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By

Sheryl Davis

FILED
CLERK OF STATE
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ARTICLES OF INCORPORATION

OF

AUTOMATIC MARSHALL, INC.

KNOW ALL MEN BY THESE PRESENTS:

We, the undersigned, being of full age and citizens of the United States do this day voluntarily form a corporation under the provisions of the Idaho Business Corporation Act, and we certify in writing:

ARTICLE I NAME

The name of the corporation shall be *AUTOMATIC MARSHALL, INC.*

ARTICLE II PURPOSES AND POWERS

The purposes for which this corporation is formed is to engage in the sale of a device used by golf courses which is designed to set the time for each individual hole from tee box to tee box in order to speed-up the game of golf, and further to engage in any lawful act or activity for which corporations may be organized under the Idaho Business Corporation Act and to possess and exercise all the powers and privileges granted by the Idaho Business Corporation Act, or by any lawful powers and privileges incidental, so far as such powers and privileges are necessary or convenient to the conduct, promotion or attainment of the business or purpose of the corporation.

ARTICLE III DURATION

Subject to dissolution in the manner provided by law, the corporation shall be perpetual.

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**ARTICLE IV
REGISTERED OFFICE**

The registered office of the corporation in the State of Idaho shall be located at 3247 Highlawn Drive, Twin Falls, ID 83301. The post office address of the registered office of the corporation in the State of Idaho, County of Twin Falls, shall be 3247 Highlawn Drive, Twin Falls, ID 83301. Matt Smith shall be the registered agent at the address set forth above.

**ARTICLE V
CORPORATE STOCK**

The aggregate number of common shares which the corporation shall have authority to issue is 25,000, all of which shall have a par value of \$10.00 per share.

**ARTICLE VI
INCORPORATORS**

The names and post office addresses of the incorporators are:

NAMES	ADDRESSES
Matt Smith	3247 Highlawn Drive Twin Falls, ID 83301
Doll C. Smith	3247 Highlawn Drive Twin Falls, ID 83301

**ARTICLE VII
MANAGEMENT**

The business of the corporation shall be managed by a board of at least three directors, except that if all of the shares of the corporation are owned beneficially and of record by either one or two stockholders, the number of directors may be less than three but not less than the number of stockholders. A director shall hold office for the term for which he was named or elected and until his successor is elected and qualified. The incorporators listed in Article VI above shall serve as the board of directors until the first annual meeting of the shareholders or until their successors are elected and qualified.

**ARTICLE VIII
BY-LAWS**

The initial By-laws of the corporation shall be adopted by the board of directors. The power to alter, amend or repeal the By-laws or adopt new By-laws, subject to repeal or change by action of the shareholders, shall be vested in the board of directors.

Dated this 26th day of September, 1994.


Matt Smith


Doll C. Smith

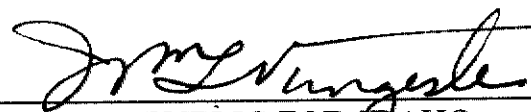
STATE OF IDAHO

County of Twin Falls

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On this 26th day of September, 1994, before me, the undersigned, a notary public in and for said county and state, personally appeared Matt Smith, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official the day and year first above written.


NOTARY PUBLIC FOR IDAHO
Residing at: Buhl ID
Commission Expires: 1-11-97

STATE OF IDAHO

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) ss.

County of Twin Falls

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On this 26th day of September, 1994, before me, the undersigned, a notary public in and for said county and state, personally appeared Doll C. Smith, known to me to be the person whose name is subscribed to the within instrument and acknowledged me to that she executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the same day and year in this certificate first above written.

Jimmy Vangelos

NOTARY PUBLIC FOR IDAHO

Residing at: Buhl Id

Commission Expires: 1-11-97

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