

State of Idaho

Office of the Secretary of State

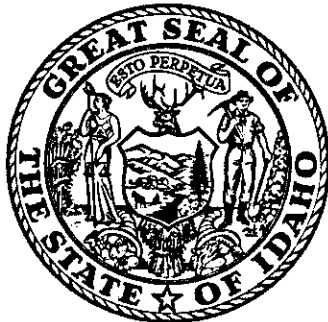
**CERTIFICATE OF AUTHORITY
OF
AMERICAN GOLF CORPORATION**

File Number C 176150

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: December 10, 2007



Ben Yursa

SECRETARY OF STATE

By

A large, stylized handwritten signature of Ben Yursa, consisting of several large, overlapping loops.

FILED EFFECTIVE



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

07 DEC 10 AM 8:52

SECRETARY OF STATE
STATE OF IDAHO

The undersigned Corporation applies for a Certificate of Authority and states as follows

- The name of the corporation is:
American Golf Corporation
- The name which it shall use in Idaho is: American Golf Corporation
- It is incorporated under the laws of: California
- Its date of incorporation is: 12/26/73
- The address of its principal office is:
2951 28th Street, Santa Monica, CA 90405
- The address to which correspondence should be addressed, if different from item 5, is:

- The street address of its registered office in Idaho is: 5527 Kendall, Boise, ID 83706
and its registered agent in Idaho at that address is: Paracorp Incorporated
- The names and respective business addresses of its directors and officers are:

Name	Office Held	Business Address
<u>Thomas Ferguson</u>	<u>CEO</u>	<u>2951 28th St., Santa Monica, CA 90405</u>
<u>Paul Major</u>	<u>President</u>	<u>2951 28th St., Santa Monica, CA 90405</u>
<u>Mark Friedman</u>	<u>Secretary</u>	<u>2951 28th St., Santa Monica, CA 90405</u>
<u>David Castelblanco</u>	<u>Director</u>	<u>2951 28th St., Santa Monica, CA 90405</u>
<u>Jonathan Langer</u>	<u>Director</u>	<u>2951 28th St., Santa Monica, CA 90405</u>
<u>Merrick Kleeman</u>	<u>Director</u>	<u>2951 28th St., Santa Monica, CA 90405</u>

Dated: 10/26/07

Signature: *Christine Chong*

Typed Name: Christine Chong

Capacity: Assistant Secretary
[The signer must be a director or an officer of the corporation.]

Customer Acct # :

(if using pre-paid account)

Secretary of State use only

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Revised 02/2005

IDAHO SECRETARY OF STATE
12/10/2007 05:00
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C176150

**State of California
Secretary of State**

**CERTIFICATE OF STATUS
DOMESTIC CORPORATION**

I, **DEBRA BOWEN**, Secretary of State of the State of California, hereby certify:

That on the 26th day of December, 1973, **AMERICAN GOLF CORPORATION** became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute
this certificate and affix the Great Seal
of the State of California this day of
November 21, 2007.



Debra Bowen

DEBRA BOWEN
Secretary of State