

State of Florida



Department of State


I certify the attached is a true and correct copy of the Articles of Incorporation of USA GOLF FEDERATION, INC., a Florida corporation, filed on August 4, 2011, as shown by the records of this office.

The document number of this corporation is N11000007416.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capital, this the
Fifth day of August, 2011



CR2EO22 (01-07)


Kurt S. Browning
Secretary of State

ARTICLES OF INCORPORATION
In Compliance with Chapter 617, F.S. (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be: USA Golf Federation, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal street address and mailing address:

USA Golf Federation, Inc.
c/o World Golf Foundation
One World Golf Place
St. Augustine, Florida 32092
Attn: Adam Mersereau, PGA TOUR

ARTICLE III PURPOSE

This is a non-profit corporation organized to foster national amateur sports competition (no part of the activities will involve the provision of athletic facilities or equipment) as defined in the IRS Code Section 501(c)(3), to operate exclusively for such purposes as will qualify it as an exempt organization under Section 501(c)(3) of the IRS Code, which purposes are to:

- (a) Perform all functions necessary to identifying, selecting and managing the men's and women's U.S. Olympic golf teams, and fulfill all other purposes for a national governing body for the sport of golf as specified by the United State Olympic Committee ("USOC") and the Ted Stevens Olympic and Amateur Sports Act of 1978, 36 U.S.C. Sec. 220501 *et. seq.* (the "Stevens Act").
- (b) Foster national and international amateur golf competition by all lawful means, which may include conducting golf competitions, qualifiers, or championships as determined by the Board pursuant to its Bylaws.
- (c) Enable United States athletes to achieve sustained competitive excellence in Olympic, Pan American or Paralympic golf competition, if either or both of the latter two events add golf to their programs.
- (d) Provide and pursue ways and means, not prohibited by law, to solicit and receive money and property for the foregoing purposes and to receive and accept for the foregoing purposes gifts, donations, bequests and devises of money and property.
- (e) Do all and everything lawful, necessary, suitable, useful, and proper for the accomplishment of any of the purposes set forth above.

As used herein, "amateur" shall refer to the eligibility requirements for participation in the Olympic Games golf competition as an athlete, coach, trainer, manager, administrator, or official, as such eligibility requirements are determined by the USOC (pursuant to the Stevens Act) and the International Golf Federation.

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed: There will be at least six (6) members of the board of directors of USA Golf Federation, Inc. Each of the following organizations will appoint one (1) director as its representative: PGA TOUR, Inc., Ladies

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Professional Golf Association, U.S. Golf Association, and PGA of America. Immediately upon incorporation, and in accordance with procedures detailed in the Bylaws, one (1) individual professional male golfer and one (1) individual female golfer will be elected as directors of USA Golf Federation, Inc., by the members of the PGA TOUR and the Ladies Professional Golf Association, respectively. The board will at all times thereafter consist of at least 20% player directors.

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

Tim Finchem
Initial Co-Chairman
PGA TOUR, Inc.
100 PGA TOUR Boulevard
Ponte Vedra Beach, Florida 32082

Michael Whan
Initial Co-Chairman
Ladies Professional Golf Association
100 International Golf Drive
Daytona Beach, Florida 32124-1092

Mike Davis
U.S. Golf Association
Golf House
P.O. Box 708
Far Hills, New Jersey 07931-0708

Joe Steranka
PGA of America
100 Avenue of the Champions
Palm Beach Gardens, FL 33410

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent is:

Leonard D. Brown, Jr.
Senior Vice President/General Counsel
PGA TOUR, Inc.
100 PGA TOUR Boulevard
Ponte Vedra Beach, Florida 32082

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Adam G. Mersereau
Assistant General Counsel
PGA TOUR, Inc.
100 PGA TOUR Boulevard
Ponte Vedra Beach, Florida 32082

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Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Signature/Registered Agent

8/3/2011
Date


Signature/Incorporator

8/3/2011
Date

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