

CT CORPORATION SYSTEM

# F010000003287

CORPORATION(S) NAME

(1) S2 Golf Acquisition Corp. (2) Women's Golf Unlimited, Inc.

FILED  
01 JUN 20 PM 2:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

- |                                              |                                                 |                                             |
|----------------------------------------------|-------------------------------------------------|---------------------------------------------|
| <input checked="" type="checkbox"/> Profit   | <input type="checkbox"/> Amendment              | <input type="checkbox"/> Merger             |
| <input type="checkbox"/> Nonprofit           | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark               |
| <input checked="" type="checkbox"/> Foreign  | <input type="checkbox"/> Reinstatement          | <input type="checkbox"/> Other              |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report          | <input type="checkbox"/> Change of RA       |
| <input type="checkbox"/> LLC                 | <input type="checkbox"/> Name Registration      | <input type="checkbox"/> UCC                |
| <input type="checkbox"/> Certified Copy      | <input type="checkbox"/> Fictitious Name        | <input type="checkbox"/> CUS                |
| <input type="checkbox"/> Photocopies         |                                                 |                                             |
| <input type="checkbox"/> Call When Ready     | <input type="checkbox"/> Call If Problem        | <input type="checkbox"/> After 4:30         |
| <input checked="" type="checkbox"/> Walk In  | <input type="checkbox"/> Will Wait              | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out            |                                                 |                                             |

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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
2001 JUN 20 PM 12:08  
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Name \_\_\_\_\_  
Availability \_\_\_\_\_  
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Updater \_\_\_\_\_  
Verifier \_\_\_\_\_  
W.P. Verifier \_\_\_\_\_

6/20/01

Order#: 4560491

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-06/20/01--01065--006

Ref#: \*\*\*\*\*70.00 \*\*\*\*\*70.00

*File 2nd*

Amount: \$ \_\_\_\_\_

660 East Jefferson Street  
Tallahassee, FL 32301  
Tel. 850 222 1092  
Fax 850 222 7615

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO  
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA*

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**JUN 20 PM 2:38**  
**SECRETARY OF STATE**  
**TALENSSEE, FLORIDA**

1. Women's Golf Unlimited, Inc. (Fka S2 Golf Inc.)

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. New Jersey

(State or country under the law of which it is incorporated)

3. 22-2388568

(FEI number, if applicable)

4. February 2, 1982

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. May 25, 2001 upon merger of S2 Golf Acquisition Corp. with and into S2 Golf Inc.  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 18 Gloria Lane

Fairfield, New Jersey 07004

(Current mailing address)

8. To engage in any activity within the purposes for which a corporation may be organized  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida) under the New Jersey Business Corporation Act; including the sale, manufacture and distribution of sporting

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable) goods and equipment.

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324

(Zip code)

**10. Registered agent's acceptance:**

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

C T Corporation System

Charlotte Renee Cruz

(Registered agent's signature)

Charlotte Renee Cruz, Asst. Secretary

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

**A. DIRECTORS (Street address only - P.O. Box NOT acceptable)**

Chairman: Robert L. Ross

Address: Three Gateway Center, Pittsburgh, PA 15222

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: Richard M. Maurer

Address: Three Gateway Center, Pittsburgh, PA 15222

Director: Douglas A. Buffington

Address: 18 Gloria Lane, Fairfield, NJ 07004

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**B. OFFICERS (Street address only - P.O. Box NOT acceptable)**

President: Douglas A. Buffington

Address: 18 Gloria Lane, Fairfield, NJ 07004

Vice President: Randy A. Hamill

Address: 18 Gloria Lane, Fairfield, NJ 07004

Secretary: Richard M. Maurer

Address: Three Gateway Center, Pittsburgh, PA 15222

Treasurer: Douglas A. Buffington

Address: 18 Gloria Lane, Fairfield, NJ 07004

**NOTE:** If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Douglas A. Buffington  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Douglas A. Buffington, President and Chief Operating Officer  
(Typed or printed name and capacity of person signing application)

## A. DIRECTORS

Director: Mary Ann Jorgenson  
4900 Key Tower  
127 Public Square  
Cleveland, OH 44114

Frederick B. Ziesenheim  
700 Koppers Building  
436 7<sup>th</sup> Avenue  
Pittsburgh, PA 15219-1818

James E. Jones  
3803 Corporex Park Drive  
Tampa, FL 33619

Nancy Lopez  
2308 Tera Drive  
Albany, GA 31707

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## B. OFFICERS

Vice President: James E. Jones  
3803 Corporex Park Drive  
Tampa, FL 33619

STATE OF NEW JERSEY  
DEPARTMENT OF TREASURY  
SHORT FORM STANDING

WOMEN'S GOLF UNLIMITED, INC.

With the Previous or Alternate Name  
S2 GOLF INC.

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TALLAHASSEE, FLORIDA

*I, the Treasurer of the State of New Jersey,  
do hereby certify that the above-named  
New Jersey Domestic Profit Corporation was  
registered by this office on February 2, 1982.*

*As of the date of this certificate, said business  
continues as an active business in good standing  
in the State of New Jersey, and its Annual Reports  
are current.*

*I further certify that the registered agent and  
registered office are:*

Randy A Hamill  
18 Gloria Lane  
Fairfield, NJ 07006

*Continued on next page . . .*

STATE OF NEW JERSEY  
DEPARTMENT OF TREASURY  
SHORT FORM STANDING

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S2 GOLF INC.

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IN TESTIMONY WHEREOF, I have  
hereunto set my hand and  
affixed my Official Seal  
at Trenton, this  
14th day of June, 2001

A handwritten signature in cursive script, reading "Peter R. Lawrance".

Peter R Lawrance  
Acting State Treasurer