

FO1000004399

CORPORATION(S) NAME

Easton Sports, Inc.

FILED
01 AUG 20 PM 1:04
STATE OF FLORIDA
TALLAHASSEE

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|--|---|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Nonprofit | | |
| <input checked="" type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| | <input type="checkbox"/> Reinstatement | |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> LLC | <input type="checkbox"/> Name Registration | <input type="checkbox"/> Change of RA |
| | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> UCC |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Photocopies | <input type="checkbox"/> CUS |
| <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 |
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Name _____
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Verifier _____
W.P. Verifier _____

8/20/01

Order#: 4482958

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

Amount: \$

DIVISION OF CORPORATION

01 AUG 20 AM 11:25

RECEIVED

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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AUG 30 PM 1:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Easton Sports, 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. California

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

3. 95-4006570

(FEI number, if applicable)

4. 09/03/1985

(Date of incorporation)

5. Perpetual

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

6. Upon Qual

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 7855 Haskell Avenue, Suite 202, Van Nuys, CA 91406

(Principal office address)

same

(Current mailing address)

Manufacture and sale of sporting goods and other products.

8. _____

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

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

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324

(City)

(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.

By: _____

C T Corporation System
DAVID I. FARBER

(Registered agent's signature)

DAVID I. FARBER
ASSISTANT 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.

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TALLAHASSEE, FLORIDA

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: SEE ATTACHMENT

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: SEE ATTACHMENT

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. John Cramer
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

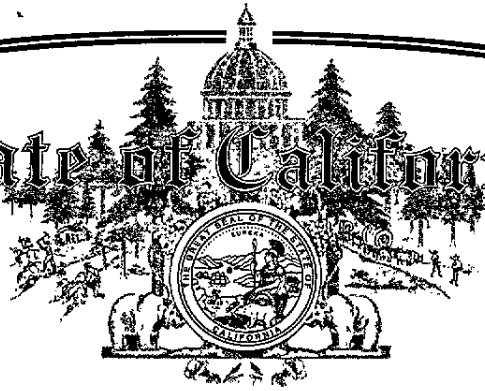
14. John Cramer, VP, General Counsel

(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

| | | |
|---|--|--|
| Easton Sports, Inc. | | |
| 7855 Haskell Avenue, Suite 200 | | |
| Van Nuys, CA 91406 | | |
| 818-781-7587 | | |
| | | |
| Officers | | |
| | | |
| Position | Name | Business Address |
| President & CEO | Anthony M. Palma | 7855 Haskell Ave., Suite 200, Van Nuys, CA 91406 |
| Vice President - Bike | John Harrington | 7855 Haskell Ave., Suite 200, Van Nuys, CA 91406 |
| Vice President - Hockey | Edward Goldsmith | 7855 Haskell Ave., Suite 200, Van Nuys, CA 91406 |
| Vice President - Human Resources | Jamie Doud | 7855 Haskell Ave., Suite 200, Van Nuys, CA 91406 |
| Vice President - Logistics | Larry Firth | 7855 Haskell Ave., Suite 200, Van Nuys, CA 91406 |
| Vice President - Manufacturing | Kenneth Waltrip | 7855 Haskell Ave., Suite 200, Van Nuys, CA 91406 |
| Vice President - Promotion | James Darby | 7855 Haskell Ave., Suite 200, Van Nuys, CA 91406 |
| Vice President - Research & Development | Larry Carlson | 7855 Haskell Ave., Suite 200, Van Nuys, CA 91406 |
| Vice President - Sales | Dan Jelinek | 7855 Haskell Ave., Suite 200, Van Nuys, CA 91406 |
| Vice President - Spring Products | Mike Zlakat | 7855 Haskell Ave., Suite 200, Van Nuys, CA 91406 |
| Vice President - Tax | James G. Milner | 7855 Haskell Ave., Suite 200, Van Nuys, CA 91406 |
| VP & CFO | Mark Tripp | 7855 Haskell Ave., Suite 200, Van Nuys, CA 91406 |
| VP & General Counsel | John Cramer | 7855 Haskell Ave., Suite 200, Van Nuys, CA 91406 |
| Secretary | John Cramer | 7855 Haskell Ave., Suite 200, Van Nuys, CA 91406 |
| | | |
| Directors | | |
| | | |
| Name | Business Address | |
| James L. Easton | 7855 Haskell Ave., Suite 200, Van Nuys, CA 91406 | |
| Gregory J. Easton | 7855 Haskell Ave., Suite 200, Van Nuys, CA 91406 | |
| Erik Watts | 7855 Haskell Ave., Suite 200, Van Nuys, CA 91406 | |
| Anthony M. Palma | 7855 Haskell Ave., Suite 200, Van Nuys, CA 91406 | |
| John Cramer | 7855 Haskell Ave., Suite 200, Van Nuys, CA 91406 | |

State of California



SECRETARY OF STATE CERTIFICATE OF STATUS DOMESTIC CORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, BILL JONES, Secretary of State of the State of California, hereby certify:

That on the **03RD day of SEPTEMBER, 1985, EASTON SPORTS, INC.** became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; 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 July 23, 2001.



Bill Jones
BILL JONES
Secretary of State