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To: Division of Corporations  
Fax Number : (850) 617-6381

From: Account Name : CORPDIRECT AGENTS, INC.  
Account Number : 110450000714  
Phone : (850) 222-1173  
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FOREIGN PROFIT/NONPROFIT CORPORATION

CALLAWAY GOLF COMPANY

Certificate of Status	0
Certified Copy	1
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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA**

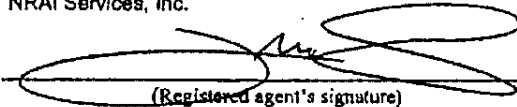
*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO  
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. Callaway Golf Company  
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"  
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")
- (If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)
2. Delaware 3. 95-3797580  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. May 7, 1989 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. March 19, 2009  
(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. 2180 Rutherford Road, Carlsbad, CA 92008  
(Principal office address)  
2180 Rutherford Road, Carlsbad, CA 92008  
(Current mailing address)
8. To engage in any lawful act or activity for which corporations may be organized under Delaware Law  
(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 NOT acceptable)  
Name: NRAI Services, Inc.  
Office Address: 2731 Executive Park Dr., Ste 4  
Weston, Florida 33331  
(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.*

NRAI Services, Inc.

  
(Registered agent's signature)

Jose Castellanos, 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.

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

A. DIRECTORS

Chairman: See Attached File.

Address:

Vice Chairman: N/A

Address:

Director: See Attached File.

Address:

Director: See Attached File.

Address:

B. OFFICERS

President: See Attached File.

Address:

Vice President: See Attached File.

Address:

Secretary: See Attached File.

Address:

Treasurer: See Attached File.

Address:

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

13.

(Signature of Director or Officer listed in number 12 of the application)

14. Brian P. Lynch, VP Corporate Secretary

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

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**Directors for Callaway Golf Company**

<u>Title</u>	<u>Name</u>
Chairman	Ronald S. Beard
Director	Samuel H. Armacost
Director	John C. Cushman, III
Director	George Fellows
Director	Yotaro Kobayashi
Director	John P. Lundgren
Director	Richard L. Rosenfield
Director	Anthony S. Thornley

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**Officers for Callaway Golf Company**

**Executive Officers**

President and Chief Executive Officer  
Senior Executive Vice President, Chief Administrative Officer  
Senior Executive Vice President, Chief Financial Officer  
Senior Vice President, U.S.  
Senior Vice President, Operations  
Senior Vice President, International

**Name**

George Fellows  
Steven C. McCracken  
Bradley J. Holiday  
Jeffrey M. Colton  
David A. Lavery  
Thomas Tung Ching Yang

**Corporate Secretary:**

Brian P. Lynch

**Corporate Treasurer:**

Samuel S. Koroglu

**Address for all Directors and Officers:**  
2180 Rutherford Road, Carlsbad CA 92008

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# Delaware

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*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CALLAWAY GOLF COMPANY" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SECOND DAY OF OCTOBER, A.D. 2009.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CALLAWAY GOLF COMPANY" WAS INCORPORATED ON THE SEVENTH DAY OF MAY, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7597422

DATE: 10-22-09

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