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TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

SUBJECT: Qualification Tax Lien Sec. Div.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Vicki Robinson
(Name of Person)
Qualification Tax Lien Sec. Div.
(Firm/Company)
1351 International
(Address)
Tallahassee, FL 32314
(City, State and Zip Code)

852/23
95 FEB 23 PM 3:04
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Should you need to call someone concerning this matter, please call:

Vicki Robinson at (904) 342-5867
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

**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. RAWLINGS SPTG GDS CO 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. Delaware 3. 0000000000
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. April 14, 1991 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Incorporation
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. P O Box 22000
St Louis, MO 63126
(Current mailing address)

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

9. Name and street address of Florida registered agent:

MR ROBERT DONIKIAN
Name: RAWLINGS SPTG GDS CO INC
11430 N KENDALL DRIVE
Office Address: SUITE 232
MIAMI FLORIDA 33176
_____, Florida, _____
(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.

Robert Donikian
(Registered agent's signature)
Robert Donikian

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:

A. DIRECTORS

See Attached

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

SECRETARY OF THE
DIVISION OF STATE
55 FEB 23 PM 3:01

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

13.

H. B. Keene

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

14.

Howard B. Keene, President

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

RAWLINGS SPORTING GOODS COMPANY, INC.

Schedule of Officers

Carl J. Shields	President	401-56-0153
1859 Intertech Drive, Fenton, Missouri 63026		(314)349-3500
Robert T. Frank	Vice President, Manufacturing	226-62-2169
1859 Intertech Drive, Fenton, Missouri 63026		(314)349-3500
Howard B. Keene	Vice President,	350-36-7153
	Foreign Activity and Procurement	
1859 Intertech Drive, Fenton, Missouri 63026		(314)349-3500
Craig A. Mankowski	Chief Financial Officer	303-50-9079
1859 Intertech Drive, Fenton, Missouri 63026		(314)349-3500
Ted C. Sizemore	Vice President	369-44-8633
	Baseball Development and International Sales	
1859 Intertech Drive, Fenton, Missouri 63026		(314)349-3500

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State of Delaware
Office of the Secretary of State

TO THE HONORABLE THE SECRETARY OF STATE
OF THE STATE OF DELAWARE
FROM THE HONORABLE THE SECRETARY OF STATE
OF THE STATE OF DELAWARE
SUBJECT: [Illegible]

NOTICE: [Illegible]

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Edward F. Friel

Edward F. Friel, Secretary of State

AUTHENTICATION

DATE