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CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

100001903401
-07/24/96--01070--005
*****70.00 *****70.00

EAC Acquisition Corporation

☒ Profit

☐ NonProfit

☐ Limited Liability Co.

☒ Foreign

☐ Limited Partnership

☐ Reinstatement

☐ Certified Copy

☐ Call When Ready

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7-241

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TRANSACTION BUSINESS IN FLORIDA

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

1. EAC Acquisition Corporation
(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
(State or country under the law of which it is incorporated)
3. Applied for
(FEI number, if applicable)
4. July 19, 1996
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502 and 817.1561, F.S.))
7. 601 S. Harbour Island Blvd., Suite 200
Tampa, Florida 33602-3141
(Current mailing address)
8. To engage in any lawful act or activity for which corporations may be organized.
(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:

Name: C T CORPORATION SYSTEM

Office Address: c/o C T Corporation System, 1200 South Pine Island Road

Plantation, Florida, 33324
(Zip Code)

10. Registered agent 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

Jonathan R. Giddings
(Registered agent's signature) (Officer)

Jonathan R. Giddings
Assistant Secretary

(Type Name and Title of Officer)

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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

Chairman: Not Applicable

Address: _____

Vice Chairman: Not Applicable

Address: _____

Director: Paul L. Whiting

Address: c/o Spalding & Evenflo Companies, Inc.
601 S. Harbour Island Boulevard,
Suite 200, Tampa, Florida 33602-3141

Director: George A. Dickerman

Address: c/o Spalding Sports Worldwide
425 Meadow Street, Chicopee, MA 01201

(see Addendum for additional Directors)

B. OFFICERS

President: George A. Dickerman

Address: c/o Spalding Sports Worldwide
425 Meadow Street, Chicopee, MA 01021

Vice President: Ralph A. Carlson

Address: c/o Spalding Sports Worldwide
425 Meadow Street, Chicopee, MA 01021

Vice President &
Secretary: Robert K. Adikes

Address: c/o Spalding & Evenflo Companies, Inc.
601 S. Harbour Island Blvd., Suite 200,
Tampa, Florida 33602-3141


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Vice President &
Treasurer: W. Michael Kipphut

Address: c/o Spalding & Evonflo Companies, Inc.
601 S. Harbour Island Blvd., Suite 200,
Tampa, Florida 33602-3141
(see Addendum for additional officers)

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

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

14. Robert K. Adiken, Vice President and Secretary
(Typed or printed name and capacity of person signing application)

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ADDENDUM

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

<u>Officers</u>	<u>Name</u>	<u>Business Address</u>
Chief Executive Officer:	Paul L. Whiting	Spalding & Evenflo Companies, Inc. 601 S. Harbour Island Blvd., Suite 200 Tampa, FL 33602-3141
Vice President:	Scott H. Creelman	Spalding Sports Worldwide 425 Meadow Street Chicopee, MA 01021

Directors

<u>Name</u>	<u>Business Address</u>
Robert K. Adikes	Spalding & Evenflo Companies, Inc. 601 S. Harbour Island Blvd., Suite 200 Tampa, FL 33602-3141
W. Michael Kipphut	Spalding & Evenflo Companies, Inc. 601 S. Harbour Island Blvd., Suite 200 Tampa, FL 33602-3141

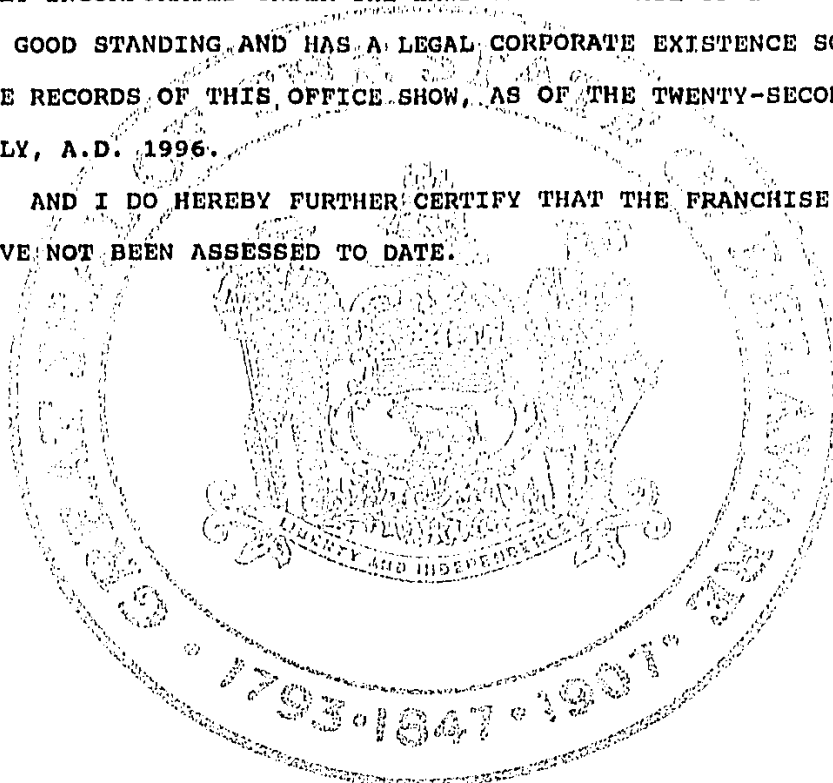
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State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EAC ACQUISITION CORPORATION" 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 JULY, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



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Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

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