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ACCOUNT NO. : 072100000032

REFERENCE : 778990 4806562

AUTHORIZATION : Patricia Pizut

COST LIMIT : \$ 70.00

204/20

ORDER DATE : April 13, 1998
ORDER TIME : 9:59 AM
ORDER NO. : 778990-005
CUSTOMER NO: 4806562
CUSTOMER: Mark Lyon, Esq
Fortune Brands, Inc.
1700 East Putnam Ave.
P.o. Box 819
Old Greenwich, CT 06870

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 20 AM 11:20

200002493132

FOREIGN FILINGS

NAME: COBRA GOLF INCORPORATED

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

RECEIVED
98 APR 20 AM 10:38
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE FLORIDA

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: Walter R. Uihlein

Address: 333 Bridge Street

Fairhaven, MA 02719

Director

~~Vice Chairman~~: Robert S. Dubiel

Address: 1812 Aston Avenue

Carlsbad, CA 92008

Director: John T. Ludes

Address: 1700 East Putnam Avenue

Old Greenwich, CT 06870

Director: Dale M. Shenk

Address: 333 Bridge Street

Fairhaven, MA 02719

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

President: Robert S. Dubiel

and Chief Exec. Officer

Address: 1812 Aston Avenue

Carlsbad, CA 92008

Vice President: David C. Riggan

Finance & Asst. Treasurer

Address: 1812 Aston Avenue

Carlsbad, CA 92008

Secretary: Mark S. Lyon

Address: 1700 East Putnam Avenue


Old Greenwich, CT 06870

Treasurer: Mark Hausberg

Address: 1700 East Putnam Avenue

Old Greenwich, CT 06870

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. Mark S. Lyon, Secretary
(Typed or printed name and capacity of person signing application)

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COBRA GOLF INCORPORATED

DIRECTORS*

Robert S. Dubiel
John T. Ludes
Dale M. Shenk
Walter R. Uihlein

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OFFICERS

Walter R. Uihlein	Chairman
Robert S. Dubiel	President and Chief Executive Officer
Robert D. Hirsch	Vice President - Product Development
D. Clayton Long	Vice President - Research and Development
Christopher S. Merrill	Vice President - Information Systems
Steven F. Pelisek	Vice President - Sales
David C. Riggan	Vice President - Finance and Assistant Treasurer
Dale M. Shenk	Vice President
Pascal Stolz	Vice President - Marketing
James S. Vincent	Vice President - National Accounts
Mark Hausberg	Treasurer
Mark S. Lyon	Secretary
Louis F. Fernous, Jr.	Assistant Secretary
Thomas H. Bova	Assistant Treasurer
Richard A. Phelan	Assistant Treasurer

*Two vacancies exist

July 15, 1997

D&O-SUBS.DOC

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "COBRA GOLF INCORPORATED" 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 THIRTEENTH DAY OF APRIL, A.D. 1998.

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

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

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 20 AM 11:20

2346446 8300

981139966

9023495

04-13-98



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: