

State of Idaho

Department of State

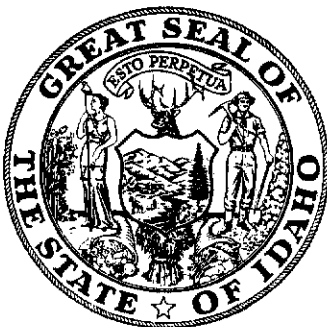
CERTIFICATE OF AUTHORITY OF

CALLAWAY GOLF SALES COMPANY
File number C 113271

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of CALLAWAY GOLF SALES COMPANY for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to CALLAWAY GOLF SALES COMPANY to transact business in this State under the name CALLAWAY GOLF SALES COMPANY and attach hereto a duplicate original of the Application for such Certificate.

Dated: January 4, 1996



Pete T. Cenarrusa
SECRETARY OF STATE

By *Cara Sisk*

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

JAN 4 3 17 PM '96

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is Callaway Golf Sales Company

2. The name which it shall use in Idaho is Callaway Golf Sales Company

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of California

4. The date of its incorporation is October 15, 1992 and the period of its duration, if other than perpetual, is Perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is

2285 Rutherford Road, Carlsbad, California 92008

6. The address to which correspondence should be addressed, if different than item 5, is

Same

7. The street address of its proposed registered office in Idaho is 300 North 6th Street

Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is C T Corporation System

8. The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are:

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized to do business under the laws of Idaho.

(Continued on reverse)

Submit applications and certificate of status to:

Idaho Secretary of State
Division of Corporations
700 West Jefferson, Room 203
Boise, Idaho 83720-0080

Secretary of State use only

IDAHO SECRETARY OF STATE
DATE 01/05/1996 0900 27436

CK #: 11900495 CUST# 15948

AUTH PRO

1@ 100.00= 100.00
CORP SUR 1@ 20.00= 20.00

9. The names and respective addresses of its directors and officers are:

Address

See attached list of

officers and directors

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

11. This application is accompanied by a Certificate of Corporate Status or Existence, dated within 90 days, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

December 28, 1995

Dated: _____

Callaway Golf Sales Company

(Corporation Name)

By _____

Its President ~~Alan President~~ (please specify)

and

Its Secretary/Assistant Secretary (please specify)

STATE OF California

ISS:

COUNTY OF San Diego

I, Marguerite Ann Bowden, a notary public, do hereby certify that on

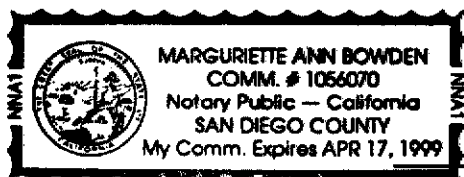
this 28th day of December, 19 95, personally appeared before

me Donald H. Dye, who being by me first duly sworn, declared that (X)he

is the President of _____

Callaway Golf Sales Company

that ~~(s)~~he signed the foregoing documents as President of the corporation and that the statements therein contained are true.



Marguerite Anna Burden
Notary Public

CALLAWAY GOLF SALES COMPANY

OFFICERS

<u>Name</u>	<u>Office</u>	<u>Address and Social Security Number</u>
Donald H. Dye	Chairman of the Board and President	2285 Rutherford Road Carlsbad, CA 92008 547-54-6375
Bruce A. Parker	Senior Executive Vice President and Chief Merchant	2285 Rutherford Road Carlsbad, CA 92008 570-92-9457
Steven C. McCracken	Vice President and Secretary	2285 Rutherford Road Carlsbad, CA 92008 546-82-4000
David A. Rane	Vice President and Chief Financial Officer	2285 Rutherford Road Carlsbad, CA 92008 552-94-6910
Ann Barthelmess	Vice President, Credit	2285 Rutherford Road Carlsbad, CA 92008 375-44-4623
Chris Holiday	Vice President, Domestic Sales	2285 Rutherford Road Carlsbad, CA 92008 341-40-6096
Marv Hosenfeld	Vice President, National Sales	2285 Rutherford Road Carlsbad, CA 92008 056-28-8925

CALLAWAY GOLF SALES COMPANY

DIRECTORS

<u>Name</u>	<u>Office</u>	<u>Address and Social Security Number</u>
Donald H. Dye	Chairman of the Board and President	2285 Rutherford Road Carlsbad, CA 92008 547-54-6375
Steven C. McCracken	Vice President and Secretary	2285 Rutherford Road Carlsbad, CA 92008 546-82-4000
David A. Rane	Vice President and Chief Financial Officer	2285 Rutherford Road Carlsbad, CA 92008 552-94-6910

Bill Jones
BILL JONES
Secretary of State