



Department of State.

CERTIFICATE OF QUALIFICATION OF FOREIGN CORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that

KROYDON CORPORATION

a corporation duly organized and existing under the laws of **Illinois** has fully complied with Section 10 Article II of the Constitution, and with Sections 30-501 and 30-502, Idaho Code, by filing in this office on the **Twenty-fifth** day of **February**, 19 **66**, a properly authenticated copy of its articles of incorporation, and on the **Twenty-fifth** day of **February**, 19 **66**, a designation of **J. B. Monnette** in the County of **Ada** as statutory agent for said corporation within the State of Idaho, upon whom process issued by authority of, or under any law of this State, may be served.

AND I FURTHER CERTIFY, That said corporation has complied with the laws of the State of Idaho, relating to corporations not created under the laws of the State, as contained in Chapter 5 of Title 30, Idaho Code, and is therefore duly and regularly qualified as a corporation in Idaho, having the same rights and privileges, and being subject to the same laws, as like domestic corporations.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **25th** day of **February**, A.D. 19 **66**.

Secretary of State.



To all to whom these Presents Shall Come, Greeting:

I, PAUL POWELL, Secretary of State of the State of Illinois,
do hereby certify that the following and hereto attached is a true
photostatic copy of the Articles of Incorporation of
KROYDON CORPORATION,

the original of which is now on file and a matter of record in this office.

In Testimony Whereof, I hereto set my hand and cause to
be affixed the Great Seal of the State of Illinois,
Done at the City of Springfield this 7th
day of June AD 19 65



Paul Powell
SECRETARY OF STATE

Certificate Number

29771

1-23-57

STATE OF ILLINOIS
OFFICE OF
THE SECRETARY OF STATE



To all to whom these Presents Shall Come, Greeting:

Whereas, Articles of Incorporation duly signed and verified of
KROYDON CORPORATION
have been filed in the Office of the Secretary of State on the 9th
day of September A. D. 1957, as provided by "THE BUSINESS
CORPORATION ACT" of Illinois, in force July 13, A. D. 1933.

Now Therefore, I, CHARLES F. CARPENTER, Secretary of State of the State of Illinois,
by virtue of the powers vested in me by law, do hereby issue this certificate of
incorporation and attach thereto a copy of the Articles of Incorporation
of the aforesaid corporation.

In Testimony Whereof, I have set my hand and cause to
be affixed the Great Seal of the State of Illinois,
Done at the City of Springfield this 9th
day of September A. D. 1957 and
of the Independence of the United States
the one hundred and 32nd.

(Seal)

SECRETARY OF STATE

FORM B

BEFORE ATTEMPTING TO EXECUTE THESE BLANKS BE SURE TO READ CAREFULLY
THE INSTRUCTIONS ON THE BACK THEREOF.

(THESE ARTICLES MUST BE FILED IN DUPLICATE)

STATE OF ILLINOIS,

COOK

COUNTY

ss.

To CHARLES E. CARPENTIER, Secretary of State:

(Do not write in this space)

Date Paid
Initial License Fee \$
Franchise Tax \$
Filing Fee \$
Clerk

We, the undersigned,

Name	Number	Street	City	State
W. Lyle Harshberger	2020	Indian Boundary Dr.	Melrose Park	Illinois
W. Lyle Harshberger	2020	Indian Boundary Dr.	Melrose Park	Illinois
Robert V. Harshberger	114	South 10th Street	Boise	Idaho

being natural persons of the age of twenty-one years or more and subscribers to the shares of the corporation to be organized pursuant hereto, for the purpose of forming a corporation under "The Business Corporation Act" of the State of Illinois, do hereby adopt the following Articles of Incorporation:

ARTICLE ONE

The name of the corporation is: Kraydon Corporation

ARTICLE TWO

The address of its initial registered office in the State of Illinois is: 2020 Indian Boundary Drive
Street, in the City of Melrose Park (Zone) County of Cook and
the name of its initial Registered Agent at said address is: W. Lyle Harshberger

ARTICLE THREE

The duration of the corporation is: Perpetual

ARTICLE FOUR

The purpose or purposes for which the corporation is organized are:

- (a) To manufacture, purchase, acquire and to sell and otherwise dispose of golf clubs, sporting goods, accessories and supplies.
- (b) to manufacture, buy, sell and deal in and with all kinds of goods, wares and merchandise.
- (c) to purchase or otherwise acquire patents, copyrights, trademarks, tradenames, or licenses thereunder, and to operate under, or sell, lease, or grant licenses in respect of, as may from time to time be for the best interests of the corporation
- (d) to acquire, own, use, lease, convey and otherwise dispose of and deal in real property or any interest therein.
- (e) to borrow money from any person, firm, or ~~corporation~~ corporation; to make and issue notes, bills, bonds, debentures, and other evidences of indebtedness of all kinds, and to secure the same by pledge, mortgage or otherwise, without limit as to amount, and to provide for payment of the same by deposited cash, sinking funds, or otherwise.
- (f) In general, to carry on any other business in connection therewith, whether manufacturing or otherwise, and to do all things not forbidden by the laws of the State of Illinois, and with all the powers conferred upon corporations by the State of Illinois.

ARTICLE FIVE

PARAGRAPH 1: The aggregate number of shares which the corporation is authorized to issue is _____, divided into _____ classes. The designation of each class, the number of shares of each class, and the par value, if any, of the shares of each class, or a statement that the shares of any class are without par value, are as follows:

Class	Series (If any)	Number of Shares	Par value per share or statement that shares are without par value
Common		50,000	\$10.00

PARAGRAPH 2: The preferences, qualifications, limitations, restrictions and the special or relative rights in respect of the shares of each class are:

NOT APPLICABLE.

ARTICLE SIX

The class and number of shares which the corporation proposes to issue without further report to the Secretary of State, and the consideration (expressed in dollars) to be received by the corporation therefor, are:

Class of shares	Number of shares	Total consideration to be received therefor:
Common	300	\$ 43,000.00
		\$
		\$
		\$
		\$
		\$

ARTICLE SEVEN

The corporation will not commence business until at least one thousand dollars has been received as consideration for the issuance of shares.

ARTICLE EIGHT

The number of directors to be elected at the first meeting of the shareholders is: _____

ARTICLE NINE

PARAGRAPH 1: It is estimated that the value of all property to be owned by the corporation for the following year wherever located will be \$ 5,000.00.

PARAGRAPH 2: It is estimated that the value of the property to be located within the State of Illinois during the following year will be \$ 3,000.00

PARAGRAPH 3: It is estimated that the gross amount of business which will be transacted by the corporation during the following year will be \$ 100,000.00.

PARAGRAPH 4: It is estimated that the gross amount of business which will be transacted at or from places of business in the State of Illinois during the following year will be \$ 100,000.00

Incorporators

OATH AND ACKNOWLEDGMENT

STATE OF ILLINOIS,

COCK

County

93.

I, Stanley J. Korman, a Notary Public do hereby certify that on
the 10 day of August, 1957, Allan P. Hansberger

(Names of Incorporators)

W. J. G. Meijer and Robert V. Hunsberger

personally appeared before me and being first duly sworn by me severally acknowledged that they signed the foregoing document in the respective capacities therein set forth and declared that the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year above written.

Place
(Notarial Seal)
Here

Notary Public

FORM B

ARTICLES OF INCORPORATION

The following fees are required to be paid at the time of issuing certificate of incorporation: *Filing fee*, \$20.00; *Initial license fee* of 50¢ per \$1,000.00 or 1/20 of 1% of the amount of stated capital and paid in surplus the corporation proposes to issue without further report (Article Six); *Franchise tax* of 1/20 of 1% of the *issued*, as above noted. However, the minimum *annual franchise tax* is \$10.00 and varies monthly on \$20,000 or less, as follows: January, \$15; February, \$14.17; March, \$13.34; April, \$12.50; May, \$11.67; June, \$10.84; July, \$10.00; Aug., \$9.17; Sept., \$8.34; Oct., \$7.50; Nov., \$6.67; Dec., \$5.84; (See Sec. 133, BCA).

In excess of \$20,000.00 the *franchise fee* per \$1,000.00 is as follows: Jan., \$0.75; Feb., .7084; March, .6667; April, .625; May, .5834; June, .5417; July, .50; Aug., .4584; Sept., .4167; Oct. .375; Nov., .3334; Dec., .2917.

All shares issued in excess of the amount mentioned in Article Six of this application must be reported within 60 days from date of issuance thereof, and franchise tax and license fee paid thereon; otherwise, the corporation is subject to a penalty of 1% for each month on the amount until reported and subject to a fine not to exceed \$500.00.

The same fees are required for a subsequent issue of shares except the filing fee is \$1.00 instead of \$20.00.

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