



CERTIFICATE OF AUTHORITY
OF

NOR-GOLF INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
duplicate originals of an Application of **NOR-GOLF INC.**

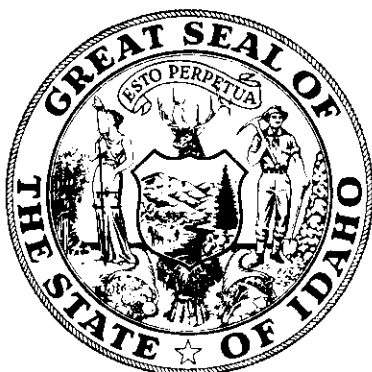
_____ for a Certificate of Authority to transact business in this State,
duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have
been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of
Authority to **NOR-GOLF INC.**

to transact business in this State under the name **NOR-GOLF INC.**

_____ and attach hereto a duplicate original of the Application
for such Certificate.

Dated **November 23, 1983**



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

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 Mor-Golf Inc. **SECRETARY OF STATE**

2. The name which it shall use in Idaho is Mor-Golf, Inc.

(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 Nevada

4. The date of its incorporation is January 24, 1973 and the period of its duration is perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is Jones, Jones, Bell, Close & Brown, Chartered
Suite 700, 300 So. Fourth Street, Las Vegas, Nevada 89101

6. The address to which correspondence should be addressed, if different from that in item 5.
611 E. 44th St. Boise, Idaho 83714

7. The street address of its proposed registered office in Idaho is 7305 Ribier St.
Meridian, Idaho 83642, and the name of its proposed registered agent in Idaho at that address is David L. Morton

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
Manufacture and sales of Golf equipment

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

Name	Office	Address
Betty Jane Morton, President, Secretary-Treas.		1427-15 St. #4 Santa Monica, Ca. 90404
David L. Morton, Vice President, Director		7305 Ribier Dr. Meridian, Id. 83642
Laura Jean Morton, Director		1427-15 St. #4 Santa Monica, Ca. 90404
Howard U. Morton, Jr., Director		1427-15 St. #10 Santa Monica, Ca. 90404

(continued on reverse)

10. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are without Par Value
<u>2,500</u>	<u>Common</u>	<u>Shares without Par Value</u>

11. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are without Par Value
<u>2,500</u>	<u>Common</u>	<u>Shares without Par Value</u>

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

13. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: November 7, 1983

By David L. Morton VP
Its President/Vice President (please specify)
and Betty Morton S.E.C.
Its Secretary/Assistant Secretary (please specify)

STATE OF NEVADA)
COUNTY OF CLARK)ss

I, Thomas G. Bell, a notary public, do hereby certify that on
this 7th day of November, 19 83, personally appeared before me
David L. Morton & Betty Morton, who being by me first duly sworn, declared that ~~xxx~~ they are
Vice President and ~~xx~~ Secretary of Mor-Golf Inc., a Nevada corporation

they
that ~~he~~ signed the foregoing document as Officers of the corporation and
that the statements therein contained are true.

Thomas G. Bell
Notary Public - State of Nevada
CLARK COUNTY
My Appointment Expires June 18, 1987
Notary Public

OFFICE OF
WM. D. SWACKHAMER
SECRETARY OF STATE

SECRETARY OF
STATE



FILED

OCT 23 1 47 PM '74

LORETTA BOWMAN
CLERK
JANET REBER

DEPARTMENT OF STATE

I, Wm. D. Swackhamer, the duly qualified and acting Secretary of State of the State of Nevada, do hereby certify that the annexed is a true, full and correct transcript of the original Articles of Incorporation of

MOR-GOLF INC.

as the same appears on file and of record in this office.

IN WITNESS WHEREOF, I have hereunto set my
hand and affixed the Great Seal of State, at my
office in Carson City, Nevada, this 21ST
day of OCTOBER, A. D., 19 74

A large, stylized signature of Wm. D. Swackhamer.

Secretary of State

By _____
Deputy

FILED
IN THE OFFICE OF THE
SECRETARY OF STATE OF THE
STATE OF NEVADA

ARTICLES OF INCORPORATION
OF
MOR-GOLF INC.

JAN 2 1973

JOHN MONTGOMERY, SECRETARY OF STATE

John Montgomery
No. 222-43

The undersigned, to form a corporation under Chapter
78 of the Nevada Revised Statutes, CERTIFY:

1. NAME:

The name of the corporation is:

MOR-GOLF INC.

2. OFFICE:

The principal office of the corporation in the
State of Nevada is to be located at Suite 306 First National Bank
Building, 302 East Carson Avenue, Las Vegas, Clark County, Nevada.
The corporation may also maintain an office or offices at such
other places within or outside of the State of Nevada as it may
from time to time determine. Corporate business of every kind
and nature may be conducted, and meetings of Directors and Stock-
holders held, outside the State of Nevada, the same as in the
State of Nevada.

3. PURPOSE:

The corporation may engage in any lawful activity.

4. CAPITAL STOCK:

The total authorized capital stock of the corpora-
tion shall consist of TWO THOUSAND FIVE HUNDRED (2,500) shares
without par value.

5. DIRECTORS:

The members of the governing board of the corpora-
tion shall be styled Directors and the number thereof shall not
be less than THREE, except that, in the event all the shares of
the corporation are owned beneficially and of record by either
ONE or TWO stockholders, the number of Directors may be less than

1 THREE but not less than the number of Stockholders. The number
2 of Directors may from time to time be increased or decreased in
3 such manner as shall be provided by the By-Laws of the corpora-
4 tion. Directors need not be Stockholders, but shall be of full
5 age and at least one shall be a citizen of the United States.
6 The names and post office addresses of the first Board of
7 Directors, which shall consist of THREE persons, and who shall
8 hold office until their successors are duly elected and quali-
9 fied, are as follows:

10	<u>NAMES</u>	<u>POST OFFICE ADDRESSES</u>
11	HOWARD U. MORTON	2240 Webster Street, Apt. #4 North Las Vegas, Nevada 89030
12	HOWARD U. MORTON, JR.	4823 Beloit Avenue Culver City, California 90230
13		
14	DAVID G. MORTON	3929 Malibu Vista Drive Malibu, California 90265
15		

16 6. NON-ASSESSABLE:

17 The capital stock of the corporation, after the
18 amount of the subscription price, or par value, has been paid in
19 money, property or services, as the Directors shall determine,
20 shall not be subject to assessment to pay the debts of the cor-
21 poration, nor for any other purpose, and no stock issued as fully
22 paid up shall ever be assessable or assessed, and the Articles of
23 Incorporation shall not be amended in this particular.

24 7. INCORPORATORS:

25 The name and post office address of each of the
26 Incorporators, which are THREE in number, signing the Articles
27 of Incorporation, is as follows:

28	<u>NAMES</u>	<u>POST OFFICE ADDRESSES</u>
29	JEANNE ABBRUZZO	4795 Plata Del Sol Drive Las Vegas, Nevada 89109
30		
31	KATHRYN KESSLER	309 West Cincinnati, Apt. 24 Las Vegas, Nevada 89102
32	JANE MORTENSEN	2526 Winterwood Las Vegas, Nevada 89109

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8. TERM:

The corporation shall have perpetual existence.

EXECUTED this 23rd day of January, 1973.

Jeanne Abbruzzo
JEANNE ABBRUZZO

Kathryn Kessler
KATHRYN KESSLER

Jane Mortensen
JANE MORTENSEN

STATE OF NEVADA)
) SS.
COUNTY OF CLARK)

On January 23rd, 1973, personally appeared before me,
a Notary Public, JEANNE ABBRUZZO, KATHRYN KESSLER and JANE
MORTENSEN, who acknowledged that they executed the above and
foregoing instrument.

Laura R. Webb
NOTARY PUBLIC

Notary Public - State of Nevada
LAURA R. WEBB
My Commission Expires April 21, 1975

ARTICLES OF INCORPORATION
OF

✓
MOR-COY, INC.

FILED AT THE REQUEST OF

JOHN C. KOONTZ

ATTORNEY AT LAW

300 E. GARDEN AVENUE

LAS VEGAS, NEVADA 89101

January 26, 1972

(DATE)

John Koontz
JOHN C. KOONTZ, JR.

JOHN KOONTZ, SECRETARY OF STATE

(BY) DEPUTY SECRETARY OF STATE

No. 270-75

FILING FEE \$ 25.00