

Department of State.

**CERTIFICATE OF REGISTRATION
OF**

~~RST NORTH AMERICA LIMITED PARTNERSHIP~~

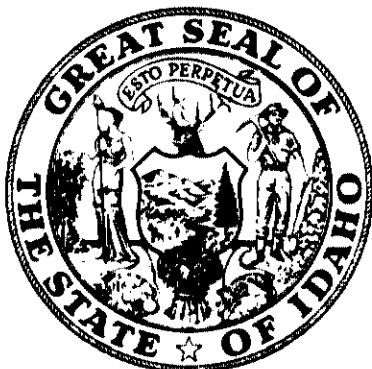
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
duplicate originals of an Application of RST NORTH AMERICA L.P.

_____ for Registration in this State, duly signed and verified pursuant to the provisions of the Idaho Limited Partnership 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 Registration to **RST NORTH AMERICA L.P.**

to transact business in this State under the name RST NORTH AMERICA LIMITED
PARTNERSHIP and attach hereto a duplicate original of the Application
for Registration.

Dated **May 8, 1990**



Robt J. Casanova

SECRETARY OF STATE

by: _____

APPLICATION FOR REGISTRATION OF FOREIGN LIMITED PARTNERSHIP

To the Secretary of State of the State of Idaho:

Pursuant to the provisions of Chapter 2, Title 53, Idaho Code, the undersigned Limited Partnership hereby applies for registration to transact business in your State, and for that purpose submits the following statement:

L.P.

1. The name of the limited partnership is RST North America ~~XXXXXXXXXXXX~~

2. The name which it shall use in Idaho is RST North America ~~XXXXXXXXXXXX~~ ^{LIMITED PARTNERSHIP}

(Must include, without abbreviation, the words "Limited Partnership.")

3. It is organized under the laws of Delaware ~~XXXXXXXXXXXX~~ Georgia

4. The date of its formation is February 1, 1990 ~~XXXXXXXXXXXX~~ March 21, 1990

5. The address of its registered or principal office in the state or country under the laws of which it is organized is 3333 Peachtree Road, N.E., East Tower, Atlanta, Georgia.

6. The name and street address of its proposed registered agent in Idaho are 1636 South Fairway Drive, Pocatello, Idaho 83201 George Wentzel

7. The general character of the business it proposes to transact in Idaho is:

Retail fishing tackle.

8. The name and business address of each general partner and of each limited partner whose contribution is equal to or greater than five percent (5%) of the total contribution of all partners:

Name	General or Limited	Address
George Wentzel RST CORPORATION	General	1636 South Fairway Drive Pocatello, Idaho 83201
Reinhardt Steiner	Limited	Schwaninger Str. 31 Ellzee, Federal Republic Germany
Hans-Michael Kraus	Secretary	3333 Peachtree Road, N.E. 1800 E. Atlanta, Georgia 30326

(continued on reverse)

8. (Continued)

Name	General or Limited	Address

9. This Application is accompanied by a certificate certifying to the lawful existence of the limited partnership, executed by the proper officer of the state or country under the laws of which it is organized.

Dated February 1, 1990, 19 90.

RST CORPORATION:
By: George Wentzel, President

By George Wentzel

A General Partner

STATE OF Idaho)
COUNTY OF Bannock) ss:

I, Neomi S. Andersen, a notary public, do hereby certify that on this
20th day of April, 19 90, personally appeared
before me George Wentzel, who being by me first duly sworn,
declared that (s)he is a general partner of RST North America Limited

that (s)he signed the foregoing document as a general partner of the limited partnership and that the statements therein contained are true.

Neomi S. Andersen

Secretary of State
Business Services and Regulation
Suite 306, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334

CONTROL NUMBER : 9007355
DATE FILED OR EFFECTIVE: 03/21/90
EXAMINER : M. MATEEN
TELEPHONE : 404-656-2811

MAI 8 6 44 AM '90
SECRETARY OF STATE

MAILED TO:
SMITH, GAMBRELL, RUSSELL
ATTN: HANS-MICHAEL KRAUS
3333 P'TREE RD., N.E., #1800
ATLANTA, GEORGIA 30326

CERTIFICATE OF LIMITED PARTNERSHIP FILING

I, MAX CLELAND, Secretary of State of the State of Georgia do hereby certify, under the seal of my office, that

"RST NORTH AMERICA L.P."
a domestic limited partnership

has filed, as of the date set forth above, its certificate of limited partnership with the Secretary of State as required by the laws of the State of Georgia, and the fees therefor have been paid, as provided by law, and that attached hereto is a true copy of said certificate of limited partnership.

WITNESS, my hand and official seal, in the City of Atlanta and the State of Georgia on the date set forth below.

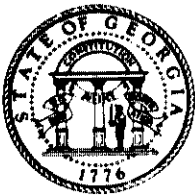
DATE: APRIL 19, 1990

Max Cleland

MAX CLELAND
SECRETARY OF STATE

H. Wayne Howell

H. WAYNE HOWELL
DEPUTY SECRETARY OF STATE



SECURITIES
656-2894

CEMETERIES
656-3079

CORPORATIONS
656-2817

CORPORATIONS HOT-LINE
404-656-2222