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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

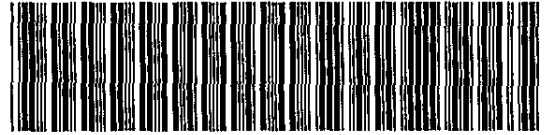
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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12/13/05--01013--001 **70.00

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06 FEB 17 AM 11:27
TALLAHASSEE, FLORIDA

15002

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Smith Sport Optics, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware 3. 82-0431709
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 8/9/1989 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 7/1/2001
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 280 Northwood Way Ketchum, ID 83340
(Principal office address)

P.O. Box 2999 Ketchum, ID 83340
(Current mailing address)

8. Sales of Sport eyewear
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324
(City) (Zip code)

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10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

See attached
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 

(Signature of Director or Officer listed in number 12 of the application)

14. Ronald P. Hayes CFO, Office

(Typed or printed name and capacity of person signing application)

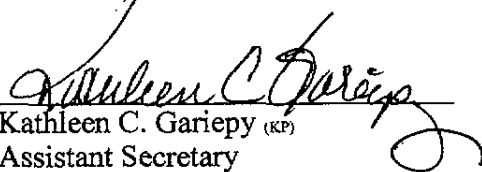
FLORIDA

CONSENT TO SERVE AS REGISTERED AGENT

CT Corporation System, having been designated to act as Registered Agent,
hereby agrees to act in this capacity for the following corporation:

Smith Sport Optics, Inc.

CT CORPORATION SYSTEM


Kathleen C. Gariepy (KP)
Assistant Secretary

Date: November 30, 2005

CT Corporation System
520 Pike Street
Seattle, WA 98101

Smith Sport Optics Inc.
PO Box 2999
Ketchum, ID 83340
208-726-4477

TIN: 82-0431709

Directors:

CEO	Claudio Gottardi	801 Jefferson Road	Parsippany	NJ	07054
President	Ned Post	PO Box 2999	Ketchum	ID	83340
Secretary	John Judge	801 Jefferson Road	Parsippany	NJ	07054
Director	Giannino Lorenzon	35129	Padova	Italy	

Officers:

CFO	Ron P. Hayes	PO Box 2999	Ketchum	ID	83340
VP Sales & Mktg	Blair Clark	PO Box 2999	Ketchum	ID	83340
VP Operations	Scott MacGuffie	PO Box 2999	Ketchum	ID	83340

Delaware

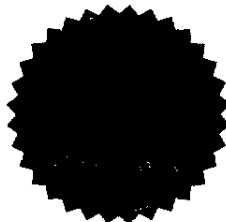
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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SMITH SPORT OPTICS, INC." 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 TWENTY-SECOND DAY OF NOVEMBER, A.D. 2005.

2203807 8300

050933017



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4314784

DATE: 11-22-05