Filing and License Fee: $310.00 minimum

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Office of the Secretary of State
Division of Business Services
148 W. River Street
Providence, Rhode Island 02904-2615

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY

2011 JUL 21 PM 12:02

Pursuant to the provisions of Section 7-1.2-1405 of the General Laws of Rhode Island, 1956, as amended, the undersigned foreign corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

1. The name of the corporation is FREEDOM GROUP, INC.
2. It is incorporated under the laws of Delaware
3. The name, if different, which it elects to use in Rhode Island is:

   (a) If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation", "company", "incorporated", or "limited" or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:

   (b) If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:

4. The date of its incorporation is March 30, 2007 and the period of its duration is perpetual
5. The address of its principal office is 870 Remington Drive Madison NC 27025
6. The address of its proposed registered office in Rhode Island is 10 Weybosset Street (Street Address, **not** P.O. Box)
   Providence (City/Town), RI 02903 (Zip Code) and the name of its proposed registered agent in Rhode Island at that address is C T Corporation System (Name of Agent)
7. The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:
   Solicitation of sales of tangible personal property
8. (a) The names and respective addresses of its directors (optional unless directors are required under the laws of the state or country of which it is incorporated).

	Name	Address
Director	John B. Blystone	870 Remington Drive, Madison NC 27025
Director	Walter F. McLallen IV	Meritage Capital, 461 Fifth Ave. 25th floor, NY, NY 10017
Director	George K. Kollitides, II	299 Park Ave 27th floor, NY, NY 10171
Director	see attached	

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Revised: 06/11
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(b) The names and respective addresses of its principal officers (mandatory if directors are not required under the laws of the state or country of which it is incorporated).

	Name	Address
President	vacant	
Vice President	Darin K Stafford	870 Remington Dr.; Madison, NC 27025
Treasurer	Stephen P. Jackson, Jr.	870 Remington Dr.; Madison NC 27025
Secretary	Fredric E. Roth, Jr.	870 Remington Dr.; Madison, NC 27025

9. The aggregate number of shares which it has authority to issue; itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
200,000	Common		0.01
200,000	Preffered	Series A	0.01

10. (a) $ 163m = An estimate of the value of all property to be owned by the corporation for the following year, wherever located.

(b) $ Ø = An estimate of the value of the corporation's property to be located within Rhode Island during the following year.

(c) Ø % = An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located. *{divide (b) by (a) and multiply by 100 to obtain the percentage}*

11. (a) $ 671 m = An estimate of the gross amount of business to be transacted by the corporation during the following year.

(b) $ 8,000.00 = An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year.

(c) .000012 % = An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year. *{divide (b) by (a) and multiply by 100 to obtain the percentage}*

12. This application is accompanied by a certificate of Good Standing issued by the proper officer of the state or country under the laws of which it is incorporated.

13. This Application for Certificate of Authority shall be effective upon filing unless a specified date is provided which shall be no later than the 90th day after the date of this filing _____.

Under penalty of perjury, I declare and affirm that I have examined this Application for Certificate of Authority, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: 7-18-2011

Julie A Sears
Signature of Authorized Officer of the Corporation

Julie A. Sears, Assistant Secretary
Type or Print Name of Authorized Officer

FREEDOM GROUP, INC.

Directors

John B. Blystone
Chairman, Board of Directors
870 Remington Drive
Madison, NC 24025

Walter F. McLallen IV
Vice Chairman, Board of Directors
Meritage Capital Advisors
461 Fifth Avenue, 25th Floor
New York, NY 10017

Bobby R. Brown
9 Marbais Place
Little Rock, AR 72223

George J. Zahringer III
Carlyle House
50 East 77th Street, Apt 9A
New York, NY 10075

James J. Pike
CTA Acoustics, Inc.
25211 Dequindre Road
Madison Heights, MI 48071

George K. Kollitides, II
Cerberus Capital Management, L.P.
299 Park Avenue, 22nd floor
New York, NY 10171

Frank A. (Terry) Savage
Lazard Freres & Co.
30 Rockefeller Plaza
New York, NY 10112

General George Joulwan, Retired
2107 S. Arlington Ridge Road
Arlington, VA 22202

General Michael W. Hagee, Retired
2101 Eden Wood
Gambrills, MD 21054

FREEDOM GROUP, INC.

Officers

Vacant
Chief Executive Officer
870 Remington Drive
Madison, NC 27025

Stephen P. Jackson, Jr.
Chief Financial Officer,
& Treasurer
870 Remington Drive
Madison, NC 27025

E. Scott Blackwell
Chief Sales Officer
870 Remington Drive
Madison, NC 27025

Melissa S. Cofield
Chief Human Resources Officer
2592 Arkansas Hwy 15 North
Lonoke, AR 72086

Jeffrey B. Costantin
Chief Information Officer
870 Remington Drive
Madison, NC 27025

John M. Dwyer, Jr.
Chief Technology Officer
870 Remington Drive
Madison, NC 27025

Fredric E. Roth, Jr.
General Counsel & Secretary
870 Remington Drive
Madison, NC 27025

Rob McCanna
Vice President Retail Sales
870 Remington Drive
Madison, NC 27025

Phil Murdock
Vice President Marketing
870 Remington Drive
Madison, NC 27025

Jason Schauble
Vice President Global Defense
870 Remington Drive
Madison, NC 27025

Darin K. Stafford
Vice President & Controller
870 Remington Drive
Madison, NC 27025

Hal Mueller
Vice President Sourcing
870 Remington Drive
Madison, NC 27025

Scott M. Johnson
Vice President Finance Operations
870 Remington Drive
Madison, NC 27025

John Trull
Vice President Product Management
& Marketing, Firearms
870 Remington Drive
Madison, NC 27025

Gaston Gravel
Vice President International Sales
Ammunition & Firearms
870 Remington Drive
Madison, NC 27025

Kimberly A. Brown
Assistant Treasurer
870 Remington Drive
Madison, NC 27025

Julie A. Sears
Assistant Secretary
870 Remington Drive
Madison, NC 27025

Delaware

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FREEDOM GROUP, 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 NINETEENTH DAY OF JULY, A.D. 2011.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

Jeffrey W. Bullock, Secretary of State

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AUTHENTICATION: 8910859

110835233

DATE: 07-19-11

You may verify this certificate online at corp.delaware.gov/authver.shtml