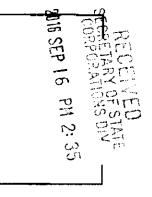


State of Rhode Island and Providence Plantations Department of State - Business Services Division 148 W. River Street, Providence, Rhode Island 02904-2615 Phone: (401) 222-3040 | Email: corporations@sos.ri.gov | Website: www.sos.ri.gov

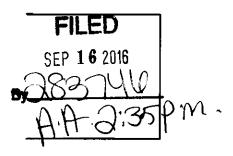


Application for Certificate of Authority Foreign Business Corporation

Filing and License Fee: \$310.00 minimum

Pursuant to the provisions of RIGL <u>7-1.2-1405</u>, 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:	
Eastbay, Inc.	
2. It is incorporated under the laws of:	Wisconsin
3. The name, if different, which it elects to use in Rho	de Island is:
	incorporation does not contain the word "corporation", "company", , then list the name of the corporation with the addition of one of
	and, then set forth below the fictitious name under which the le Island as stated in the "Fictitious Business Name Statement" to
4. The date of its incorporation is:	November 2, 1982
And the period of its duration is: CHECK ONLY ONE Perpetual (on-going)	BOX
Date certain for dissolution	
5. The address of its principal office is:	
111 South First Avenue, Wausau, WI 54401	



Form No. 150 Revised: 2016

6. The name and addre	ss of the initial registe	ered agent/office	of in Rhode Island:	
Agent Name	oration System			<u>,</u>
Street Address (<u>NOT</u> a	P.O. Box) 450 Vetera	ans Memorial Parky	way, Suite 7A	
City/Town East Providence		State RHC	DDE ISLAND	Zip Code 02914
7. The purpose or purpo	oses which it propose	s to pursue in the	e transaction of busin	ess in Rhode Island are:
Retail sales of athletically Rhode Island	v inspired shoes, appare	I, and equipment a	nd any other lawful bu	sincss companies may be formed in
8. (a) The names and restate or country of which	spective addresses on it is incorporated):	of its directors (op	tional, unless directo	ors are required under the laws of the
NAME		····	ADDRE	SS
				<u></u>
				·
				he box to indicate an attachment. 🛛
8. (b) The names and re laws of the state or cour	spective addresses o	of its principal office	cers (mandatory if di	rectors are not required under the
OFFICE	NAM		ADDRESS	
PRESIDENT				
VICE PRESIDENT				<u></u>
TREASURER		<u>_</u>		· · · · · · · · · · · · · · · · · · ·
SECRETARY				
		······	<u>.</u>	
• •				e box to indicate an attachment.
a line aggregate number without par value, and set	er of snares which it h eries, if any, within a c	as authority to iss lass, is:	sue; itemized by clas	ses, par value of shares, shares
NUMBER OF SHARES	CLASS	SER	IES	PAR VALUE OR STATE NO PAR VALUE
1,000	Common		1	No par value
·				
	·	·		

Form No 150 Revised 2016 10. (a) Estimate, in dollars, the value of all property to be owned by the corporation for the following year, wherever located:

\$ 350,000,000

(b) Estimate, in dollars, the value of the corporation's property to be located within Rhode Island during the following year:

\$_0

(c) Estimate, as a percentage, 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. Note: Divide (10b) by (10a) and multiply by 100 to obtain the percentage.

11. (a) Estimate, in dollars, the gross amount of business to be transacted by the corporation during the following year.

\$_850,000

(b) Estimate, in dollars, 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) Estimate, as a percentage, the proportion 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 compared to the gross amount thereof which will be transacted by the corporation during the following year. Note: Divide (11b) by (11a) and multiply by 100 to obtain the percentage.

0.2 %

12. This application must be accompanied by a Certificate of Good Standing/Letter of Status issued by the proper officer of the state or country under the laws of which it is incorporated that is dated within 60 days of the filing of this document.

13. Date when the Certificate of Authority will be effective: CHECK ONLY ONE BOX

Date received (Upon filing)

Later effective date (Date must be no more than 90 days from the day of 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.

Signature of Authorized Officer of the Corporation	Type or Print Name of Authorized Officer	Date
hin his Marke	Sheilagh M. Clarke	8/18/16

If you have any questions, please call us at (401) 222-3040, Monday through Friday, between 8:30 a.m. and 4:30 p.m., or email corporations@sos.ri.gov.

Form No 150 Revised: 2016

<u>Eastbay, Inc.</u>

Directors:	Address:	
Richard A. Johnson	330 West 34 th Street, New York, NY 10001	
John A. Maurer	330 West 34 th Street, New York, NY 10001	
Lauren B. Peters	330 West 34 th Street, New York, NY 10001	

Officers:	Title:	Address:
Lauren B. Peters	Executive Vice President	330 West 34th Street, New York, NY 10001
Giovanna Cipriano	Senior Vice President	330 West 34th Street, New York, NY 10001
Scott Martin	Senior Vice President	330 West 34 th Street, New York, NY 10001
Pawan Verma	Senior Vice President	330 West 34th Street, New York, NY 10001
John A. Maurer	Vice President and Treasurer	330 West 34 th Street, New York, NY 10001
Jeremy L. Nowak	Vice President and Assistant Treasurer	330 West 34 th Street, New York, NY 10001
Steven Bieg	Vice President and Chief Financial Officer	111 South First Avenue, Wausau, WI 54401
Donald F. Yost	Vice President	330 West 34 th Street, New York, NY 10001
Cai Eberhardt	Vice President	330 West 34th Street, New York, NY 10001
Sheilagh M. Clarke	Secretary	330 West 34 th Street, New York, NY 10001
Larisa Love	Assistant Secretary	330 West 34th Street, New York, NY 10001
Steven Spiegel	Assistant Secretary	330 West 34th Street, New York, NY 10001
Paul W. Olson	Assistant Treasurer	330 West 34th Street, New York, NY 10001

United States of America

State of Wisconsin



Division of Corporate & Consumer Services

To All to Whom These Presents Shall Come, Greeting:

I, DAVID DUECKER, Deputy Administrator of the Division of Corporate and Consumer Services, Department of Financial Institutions, do hereby certify that

EASTBAY, INC.

is a domestic corporation or a domestic limited liability company organized under the laws of this state and that its date of incorporation or organization is November 2, 1982.

I further certify that said corporation or limited liability company has, within its most recently completed report year, filed an annual report required under ss. 180.1622, 180.1921, 181.1622 or 183.0120 Wis. Stats., and that it has not filed articles of dissolution.

2016 SEP 16	RECEI SECRETARY CORPORAT
PH 2: 35	VED OF STATE IOHS DIV

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the official seal of the Department on September 16, 2016.

ta

DAVID DUECKER, Deputy Administrator Division of Corporate and Consumer Services Department of Financial Institutions

DFI/Corp/33

To validate the authenticity of this certificate

Visit this web address: http://www.wdfi.org/apps/ccs/verify/ Enter this code: 185593-BA7EB579







State of Rhode Island and Providence Plantations **Department of State** | **Office of the Secretary of State Nellie M. Gorbea**, Secretary of State

I, NELLIE M. GORBEA, Secretary of State of the State of Rhode Island

and Providence Plantations, hereby certify that this document, duly executed in

accordance with the provisions of Title 7 of the General Laws of Rhode Island, as

amended, has been filed in this office on this day:

Tulli U. Hole

Nellie M. Gorbea Secretary of State

