



THE UNITED STATES CORPORATION COMPANY

FO0000001309

ACCOUNT NO. : 072100000032
REFERENCE : 566791 4306525
AUTHORIZATION : *Patricia Pizito*
COST LIMIT : \$ 70.00

ORDER DATE : January 27, 2000

ORDER TIME : 2:59 PM

ORDER NO. : 566791-010

000003165550--8

CUSTOMER NO: 4306525

CUSTOMER: Ms. Lillian Breton
Sills Cummis Radin Tischman
One Riverfront Plaza
Newark, NJ 07102

FOREIGN FILINGS

6

NAME: FILA U.S.A., INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 10 PM 1:26

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- XX PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

JL Lazzarini

RECEIVED
00 MAR 10 PM 12:06
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS 00 MAR 10 PM 1:26

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. FILA U.S.A., INC.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware 3. 52-1695992
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. July 02, 1990 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. P.O. Box 3000, Sparks, MD 21152
Attn.: Ms. Carmen Picart Krichton
(Current mailing address)
Please see attached Rider 1.

8. _____
(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 or Mail Drop Box NOT acceptable)
Name: C T Corporation System
Office Address: 1200 South Pine Island Road
Plantation, FL, Florida, 33324
(Zip code)

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.
By: Hillary A. England (Registered agent's signature)
Hillary A. England Assistant Secretary

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 addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 10 PM 1:26

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

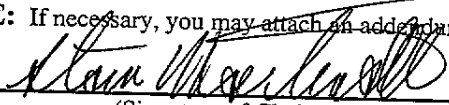
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Stan Martindell, Vice President
(Typed or printed name and capacity of person signing application)

RIDER - OFFICERS/DIRECTORS OF FILA U.S.A., INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 10 PM 1:26

<u>NAME</u>	<u>TITLE</u>	<u>BUSINESS ADDRESS</u>
Michele Scannavini	Chairman of Board/Director	Viale Cesare Battisti, 26 Biella (VC) Italy 13051
Jon Epstein	CEO/President/Director	14114 York Road Sparks, MD 21152-3000
Giorgio Spagliardi	Exec. VP-Adm. & CFO	14114 York Road Sparks, MD 21152-3000
Tom O'Riordan	Executive V-P/ COO/ Director	14114 York Road Sparks, MD 21152-3000
Doug Herkner	Exec. V-P/Director	14114 York Road Sparks, MD 21152-3000
Howe Burch	Sr. V-P, Advertising and Promotion	14114 York Road Sparks, MD 21152-3000
Sharon Noland	V-P Admin. & Controller	14114 York Road Sparks, MD 21152-3000
Stan Martindell	V-P & Secretary	14114 York Road Sparks, MD 21152-3000
Enzio Bermani	Director	Viale Cesare Battisti, 26 Biella (VC) Italy 13051
Marco Isaia	Director	Viale Cesare Battisti, 26 Biella (VC) Italy 13051
Barry Fishel	V-P, Strategic and Financial Planning	14114 York Road Sparks, MD 21152-3000
Carolyn Roberts	V-P, Human Resources	14114 York Road Sparks, MD 21152-3000

RIDER 1

FILA U.S.A., INC.

To engage in the business of wholesale distribution of footwear, apparel and related accessories.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 10 PM 1:26

State of Delaware
Office of the Secretary of State

PAGE 1

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 10 PM 1:26

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FILA U.S.A., 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 SECOND DAY OF FEBRUARY, A.D. 2000.

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.



Edward J. Freel

Edward J. Freel, Secretary of State

2234909 8300

001051602

AUTHENTICATION:

0231642

DATE:

02-02-00