58202



ACCOUNT NO. : 072100000032

REFERENCE : 412277

5039704

AUTHORIZATION

COST LIMIT : \$ 35.00

ORDER	DATE	:	June	2,	1997
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ORDER TIME : 9:36 AM

ORDER NO. : 412277-010

200002203172--5

CUSTOMER NO:

5039704

CUSTOMER: Donna Wangenstein, Legal Asst

Footstar Inc.

2 Executive Boulevard

Suite 201

Suffern, NY 10901

FOREIGN FILINGS FOOTACTION, INC. W97000013247 NAME: PK 3: __ CORPORATE XX_ PROFIT LIMITED PARTNERSHIPS ___NON-PROFIT

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING CONTACT PERSON: Stephanie Stscherban

RECEIVED
97 JUN-5 PHI2: 15



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

June 5, 1997

CSC STEPHANIE TALLAHASSEE, FL

SUBJECT: FOOTACTION, INC.

Ref. Number: 858202



We have received your document for FOOTACTION, INC. and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

The certificate from Texas indicates that on September 19, 1996 FOOTACTION, INC. changed its name to FOOTACTION CORPORATION, it also appears that the current name is FOOTSTAR CORPORATION ---- this would indicate another name change has taken place. If there has been two name changes, you must file two separate amendments reflecting each change individually, we will also need a certificate reflecting the change of name from FOOTACTION CORPORATION to FOOTSTAR CORPORATION.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6957.

Joy Moon-French Corporate Specialist

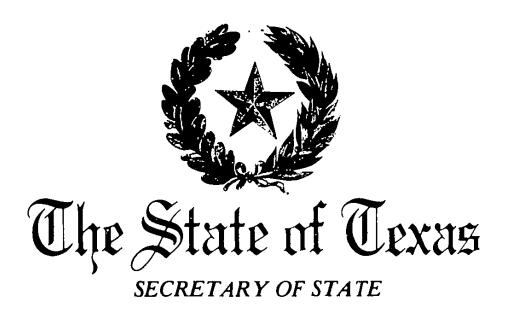
Letter Number: 297A00030520

97 JUN 17 PH12: 19 DIVISION OF CORPORATION

PROFIT CORPORATION

					
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO					
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA					

APPLICATION BY FOREIGN PROFIT CORF		
APPLICATION FOR AUTHORIZATION TO	TRANSACT BUSINI	
(Pursuant to s. 607	.1504, F.S.)	97 SEI
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(1-5 MOST BE CO	WELLED)	黑 图
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		: 56 ORI
1. FOOTACTION, I		
Name of corporation as it appears on the re	ecords of the Department of State	· ▶
A	2 Ostobow 31 16	102
2. Texas Incorporated under laws of	3. October 21, 19 Date authorized to do bu	siness in Florida
incorporated diluter laws of	Date Maniorized to do ou	Sinese in a foriga
·		
SECTION		
(4-7 COMPLETE ONLY THE A	PPLICABLE CHANGES)	
4. If the amendment changes the name of the corporation, who	en was the change effected t	inder the laws of
its jurisdiction of incorporation? September 19, 19	96.	
5. FOOTSTAR CORPORATION		
Name of corporation after the amendment, adding suffix "corporation"	"company" or "incorporated," or	appropriate abbreviation, if not
contained in new name of the corporation.		
6. If the amendment changes the period of duration, indicate a	new period of duration.	
New Durat	ion	
7 If the annual change the indicator of transmission		
7. If the amendment changes the jurisdiction of incorporation	, indicate new jurisdiction.	
New Jurisdi	cuon	
Malo l Jan	May 30, 19	97
Signatuje	Date	
	W. 1 1	N = t
Donald C. Roach Typed or printed name	Vice Presid	ent
ryped of princed name	Title	



I, ANTONIO O. GARZA, JR., Secretary of the State of Texas, DO HEREBY CERTIFY that according to the records of this office for FOOTSTAR CORPORATION, Articles of Incorporation were filed in this office and a certificate of incorporation was issued on DECEMBER 29, 1975 under its initial name of WEBMIT, INC. as set forth in that instrument.

IT IS FURTHER CERTIFIED that according to the records of this office Articles of Amendment were filed in this office on **SEPTEMBER 19, 1996**, changing the corporate name from **FOOTACTION**, **INC**. to **FOOTSTAR CORPORATION**.

IT IS FURTHER CERTIFIED that no certificate of dissolution has been filed and the corporation is still in existence.



IN TESTIMONY WHEREOF, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in the City of Austin, on June 13, 1997.

Antonio O. Garza, Jr. Secretary of State

BAM