



F01000002902

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JUL -5 PM 1:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 208199 4302917

AUTHORIZATION :

COST LIMIT : \$ 35.00

Patricia Pigute

ORDER DATE : July 2, 2001

ORDER TIME : 9:56 AM

ORDER NO. : 208199-030

CUSTOMER NO: 4302917

*Name
Change
Amended*

CUSTOMER: Laurie Campbell, Legal Asst
Irell & Manella, LLP
Suite 900
1800 Avenue Of The Stars
Los Angeles, CA 90067

FOREIGN FILINGS

NAME: GSC ACQUISITION CORP.

*****FILE 2ND*****

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 JUL -5 AM 10:35
NOT RETURNED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

XX PROFIT

XX CORPORATE

XXXX AMENDMENT

700004459947--3

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Darlene Ward- EXT# 1135

EXAMINER:

ADR

7/5/01

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

FILED
01 JUL -5 PM 1:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. GSC Acquisition Corp.
Name of corporation as it appears on the records of the Department of State.
2. Delaware 3. May 31, 2001
Incorporated under laws of Date authorized to do business in Florida

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? June 7, 2001


5. Oshman's Sporting Goods, Inc.
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 new period of duration.

New Duration

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

New Jurisdiction


Signature

June 28, 2001
Date

Nesa E. Hassanein
Typed or printed name

SVP, General Counsel & Secretary
Title

State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY THAT THE SAID "GSC ACQUISITION
CORP.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO
"OSHMAN'S SPORTING GOODS, INC.", THE SEVENTH DAY OF JUNE, A.D.
2001, AT 4:07 O'CLOCK P.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3326994 8320

AUTHENTICATION: 1216132

010311803

DATE: 06-28-01