



THE UNITED STATES  
CORPORATION  
COMPANY

F51125

ACCOUNT NO. : 072100000032

REFERENCE : 213005 5039704

AUTHORIZATION :

*Patricia Puyet*

COST LIMIT : \$ 35.00

ORDER DATE : January 7, 1997

ORDER TIME : 11:58 AM

ORDER NO. : 213005-025

700002051477--7

CUSTOMER NO: 5039704

CUSTOMER: Donna Wangenstein, Legal Asst  
Footstar Inc.  
2 Executive Boulevard  
Suite 201  
Suffern, NY 10901

DOMESTIC FILINGS

NAME: MELBOURNE SQUARE THOM MCAN,  
INC.

XX ARTICLES OF DISSOLUTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Juan E Jones

EXAMINER'S INITIALS: \_\_\_\_\_

*Volun.  
Dissolved  
1/9/97  
DC*

FILED  
97 JAN -8 PM 4:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
JAN -8 PM 1:39  
ION OF CORPORATION

ARTICLES OF DISSOLUTION  
BY DIRECTORS AND SHAREHOLDERS  
OF  
MELBOURNE SQUARE THOM MCAN, INC.

FILED  
97 JAN - 8 PM 4:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

To the Department of State  
State of Florida

Pursuant to the provisions of Section 607.1403 of the Florida Business Corporation Act, the corporation hereinafter named (the "corporation") does hereby adopt the following Articles of Dissolution.

1. The name of the corporation is MELBOURNE SQUARE THOM MCAN, INC.
2. The date the dissolution was authorized was December 23, 1996.
3. The number of votes cast for the aforesaid proposal to dissolve the corporation was sufficient for the approval thereof by the shareholders entitled to vote on the proposal to dissolve the corporation.
4. The action to dissolve the corporation was taken by written consent of the shareholders entitled to vote on the proposal to dissolve the corporation given in accordance with the provisions of Section 607.0704 of the Florida Business Corporation Act.

Executed on 1/6/97

MELBOURNE SQUARE THOM MCAN, INC.

Name:  
Title:

Donald V. Roach  
DONALD V. ROACH  
VICE PRESIDENT