



ACCOUNT NO. : 072100000032

REFERENCE

491958

5039704

AUTHORIZATION

(100000

COST LIMIT : \$ 35.00

ORDER DATE: August 11, 1997

ORDER TIME : 10:24 AM

ORDER NO. : 491958-005

100002286971--2

CUSTOMER NO:

5039704

CUSTOMER: Donna Wangenstein, Legal Asst

Footstar Inc.

2 Executive Boulevard

Suite 201

Suffern, NY 10901

97 SEP -8 PH 3 48
SECHATION FATE
TALLAHASSEE, FLORIDA

DOMESTIC AMENDMENT FILING

NAME:

MALL AT 163RD ST. THOM MCAN,

INC.

W970000 20646

EFFICTIVE DATE:

XX ARTICLES OF AMENDMENT RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING

____ CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder EXAMINER'S INITIALS:

RECEIVED 97 SEP -8 AHII: 24 OIVISION OF CORPOR



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

September 8, 1997

CSC DEBORAH TALLAHASSEE, FL RESUBITION

Please give original submission date as file date.

SUBJECT: MALL AT 163RD ST. THOM MCAN, INC.

Ref. Number: F62659

We have received your document for MALL AT 163RD ST. THOM MCAN, 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 date of adoption of each amendment must be included in the document.

The document must be signed by a director if it was adopted by the directors without shareholder action.

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

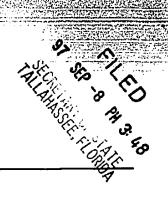
If you have any questions concerning the filing of your document, please call (850) 487-6957.

Joy Moon-French Corporate Specialist

Letter Number: 097A00044682

RECEIVED 97 SEP 17 AMII: 31 DIVIS:OH OF CORPORATION

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



MALL AT 163RD ST. THOM MCAN, INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE FIRST: THE NAME OF THE CORPORATION

GOVERNOR'S SQUARE FOOTACTION, INC.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: T	he date of each amendment's adoption: August 7, 1997
FOURTH:	Adoption of Amendment(s) (CHECK ONE)
	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
0	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient
	for approval by" voting group
X	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
0	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
S	igned this 39^{4n} day of $Avq vs \tau$, 19 97
Signature	Donnes C. Laure
_	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	Donald V. Roach
	Typed or printed name
	Vice-pesident and Director
	Title