Jan 28, 2003 8:00 am

Secretary of State

FILED 2003 FOR PROFIT CORPORATION UNIFORM BUSINESS REPORT (UBR) P94000058237 DOCUMENT # 01-28-2003 90076 003 ***150.00 1. Entity Name MALL AT 163RD ST. FOOTACTION, INC. Principal Place of Business Mailing Address 1329 NE 163RD ST ATTN: TAX DEPARTMENT 90011848 7880 BENT BRANCH DRIVE. SUITE TOO STF 1420 N. MIAMI FL 33162 IPVING TX-75003 2. Principal Place of Business 3. Mailing Address P.O. BOX 141269 Suite, Apt. #, etc. CHECK HERE IF MAKING CHANGES City & State City & State 4. FEI Number 65-0517706 RVING Not Applicable Zip Country Country \$8.75 Additional 5. Certificate of Status Desired П Fee Required 6. Name and Address of Current Registered Agent 7. Name and Address of New Registered Agent Name UNITED STATES CORPORATION COMPANY Street Address (P.O. Box Number is Not Acceptable) 1201 HAYS ST. SUITE 105 TALLAHASSEE FL 32301 City Zip Code the obligations of registered agent. SIGNATURE Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating) DATE

8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept

FILE NOW!!! FEE IS \$150.00 After May 1, 2003 Fee will be \$550.00 Make Check Payable to Florida Department of State

9. Election Campaign Financing Trust Fund Contribution.

\$5.00 May Be Added to Fees

Applied For

OFFICERS AND DIRECTORS ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11 10. 11. TITLE ☐ Delete TITLE Addition NEVILLE, R. SHAWN NAME NAME ATTACHED 7880 BENT BRANCH DR #100 STREET ADDRESS STREET ADDRESS CITY-ST-ZIP irving tx CITY-ST-ZIP TITLE **VPD** ☐ Delete TITLE ☐ Change ☐ Addition NAME applbaum, lee D NAME 7880 BENT\BRAN€H DR. #100 STREET ADDRESS STREET ADDRESS CITY-ST-ZIP irving TX 75,063 CITY-ST-ZIP TITLE **VPS** ☐ Delete TITLE Change ☐ Addition NAME winton, Máncy l STREET ADDRESS 7880 BENT BRANCH DR., #100 STREET ADDRESS CITY-ST-ZIP CITY-ST-ZIP irving/tx TITLE VΡ ☐ Delete TITLE ☐ Change ☐ Addition NAME colter, warren z NAME STREET ADDRESS |7,880 BENT BRANCH DA #100 STREET ADDRESS CITY-ST-ZIP RVING TX 75063 CITY-ST-ZIP TITLE ☐ Defete TITLE Change ☐ Addition NAME STREET ADDRESS STREET ADDRESS CITY-ST-ZIE CITY-ST-ZIP TITLE Delete TITLE Change Addition NAME NAME STREET ADDRESS STREET ADDRESS CITY-ST-ZIP CITY-ST-ZIP

12. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 10 or Block 11 if changed, or on an attachment with an address, with all other

SIGNATURE:

CR2E034 (10/02)

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FOOTACTION/FAN CLUB/ OPEN COUNTRY/UPRISE - SUBSIDIARIES

PRESIDENT R. SHAWN NEVILLE 575-84-8155

90 MCKEE, MAHWAH, NJ., 07340 24 B OLD FARM ROAD, DARIAN, CT 06820 (201) 760-5100

SR VICE-PRESIDENT LEE D. APPLBAUM 457-65-6124

90 MCKEE MAHWAH, NJ., 07340 279 SPRING VALLEY ROAD, PARK RIDGE, NJ 07650 (201) 760-5100

VICE-PRESIDENT WARREN Z. COLTER 248-27-2179

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VICE PRESIDENT/SECRETARY MICHAEL LYNCH 153-68-8288

90 MCKEE MAHWAH, NJ., 07340 122 PASADENA PLACE, HAWTHORNE, NJ., 7506 (201) 760-5100

MARY BETH WILSON 461-76-6141

VICE PRESIDENT/ASST. SECRETARY 3201 ROYAL LANE, IRVING, TX., 75063 14222 SOUTHERN PINES DRIVE FARMERS BRANCH, TX 75234-3720 75244 (972) 501-5000

ASSISTANT SECRETARY ANDREA GALANTE 462-45-2413

3201 ROAYL LANE, IRVING, TX., 75063 1220 OXFORD LANE, GRAPEVINE, TX 76051 (972) 501-5000

DIRECTORS R. SHAWN NEVILLE 575-84-8155

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