



M81678

ACCOUNT NO. : 072100000032

REFERENCE : 329983 5039704

AUTHORIZATION : Patricia Puyate

COST LIMIT : \$ 35.00

ORDER DATE : April 14, 1997

ORDER TIME : 10:21 AM

ORDER NO. : 329983-010

CUSTOMER NO: 5039704

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

300002144843--3

DOMESTIC FILINGS

NAME: FASHION MALL (FLA.)
FAN CLUB, INC.

FILED
77 APR 16 PM 2:11
SECRETARY OF STATE
TALLAHASSEE FLORIDA

XX ARTICLES OF DISSOLUTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- XX PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Paula K. Kendrick

EXAMINER'S INITIALS:

4/16
97 APR 16 AM 11:42
RECEIVED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
Diss.

FILED
97 APR 16 PM 2:11
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF DISSOLUTION
BY DIRECTORS AND SHAREHOLDERS
OF
FASHION MALL (FLA.) FAN CLUB, INC.

To the Department of State
State of Florida

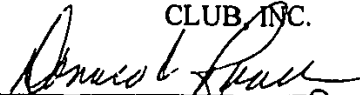
Pursuant to the provisions of Section 607.1403 of the Florida Business Corporation Act, the corporation hereinafter named (the "corporation") does hereby adopt the following Articles of Dissolution.

1. The name of the corporation is FASHION MALL (FLA.) FAN CLUB, INC.
2. The date the dissolution was authorized was December 23rd, 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.

The effective time and date of these Articles of Dissolution shall be at _____ m.
on _____, 19 _____.

Executed on 4/11, 1997

FASHION MALL (FLA.) FAN
CLUB, INC.


Name: DONALD V. ROACH
Title: V.P.