



**Department of State.**

**AMENDED CERTIFICATE OF AUTHORITY  
OF**

**BROWN GROUP RECREATIONAL PRODUCTS, INC.**

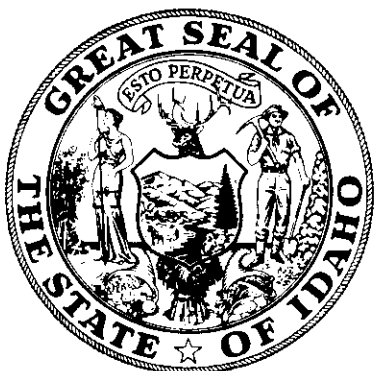
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that  
duplicate originals of an Application of **WOHL SHOE COMPANY, INC.**

\_\_\_\_\_ for an Amended Certificate of Authority to transact business in  
this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation  
Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Amended  
Certificate of Authority to **BROWN GROUP RECREATIONAL PRODUCTS, INC.**

\_\_\_\_\_ to transact business in this State under the name \_\_\_\_\_  
**WOHL SHOE COMPANY, INC.** and attach hereto a duplicate  
original of the Application for such Amended Certificate.

Dated \_\_\_\_\_, 19 \_\_\_\_.



*Pete T. Cenarrusa*  
SECRETARY OF STATE

\_\_\_\_\_  
Corporation Clerk

**APPLICATION FOR AMENDED CERTIFICATE  
OF AUTHORITY**

To the Secretary of State of the State of Idaho:

Pursuant to Section 30-1-118, Idaho Code, the undersigned corporation hereby applies for an amended certificate of authority to transact business in the State of Idaho and for that purpose submits the following statement.

- RECEIVED  
SECTION  
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DECEMBER 26,
1. A Certificate of Authority was issued to the corporation by your office on December 26,  
19 85, authorizing it to transact business in the State of Idaho under the name of Brown Group  
Recreational Products, Inc.
2. Its corporate name has been changed to Wohl Shoe Company, Inc.

*(Note: If the corporation name has not been changed, insert "No change.")*

3. The name which it shall use hereafter in the State of Idaho is Wohl Shoe Company, Inc.

*Note: If the corporate name has been changed and the new name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or any abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Idaho. If a professional service corporation, add the appropriate word in place of those listed above.)*

4. It desires to pursue in the transaction of business in the State of Idaho purposes other than or in addition to those set forth in its prior application for certificate of authority, as follows:

The sale at retail of footwear and other merchandise.

*(Note: If no additional purposes are proposed, insert "No change.")*

Dated March 26, 19 86

By Robert D. Pickle  
Robert D. Pickle

Its Vice President, General Counsel  
and Assistant Corporate Secretary

And Thomas J. Jarrett  
Thomas J. Jarrett

Its Assistant Secretary

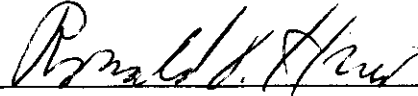
STATE OF MISSOURI )  
COUNTY OF ST. LOUIS ) ss:

I, Ronald O. Heier, a notary public, do hereby certify that on this  
26th day of March, 19 86, personally appeared

*(continued on reverse)*

before me Robert D. Pickle, who being by me first duly sworn,  
Vice President, General Counsel and Assistant Corporate Secretary  
declared that he is the \_\_\_\_\_ of Wohl Shoe Company, Inc.

\_\_\_\_\_  
Vice President, General Counsel and Assistant  
that he signed the foregoing document as Corporate Secretary of the corporation and  
that the statements therein contained are true.



Notary Public

RONALD O. HEIER  
NOTARY PUBLIC STATE OF MISSOURI  
ST. LOUIS CO  
MY COMMISSION EXPIRES JULY 18 1989

State of New Hampshire  
Department of State

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SEC. OF STATE

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I, William M. Gardner, Secretary of State of the State of New Hampshire, do hereby certify that Articles of Merger were filed in this office on January 1, 1986 for WOHL SHOE COMPANY, a Missouri corporation, with BROWN GROUP RECREATIONAL PRODUCTS, INC., a New Hampshire corporation (formerly BROWN GROUP RECREATIONAL INDUSTRIES, INC., formerly HEDSTROM U.S.A., INC., formerly H & H MFG. CORP., formerly HORTON & HUBBARD MFG. CORP.) the surviving corporation being BROWN GROUP RECREATIONAL PRODUCTS, INC., which changed its name to WOHL SHOE COMPANY, INC., as a result of this merger.

I further certify that WOHL SHOE COMPANY, INC., the New Hampshire corporation is in good standing having filed the annual reports and paid the fees required by law.

IN TESTIMONY WHEREOF, I hereto set  
my hand and cause to be affixed the  
Seal of the State of New Hampshire  
this 24th day of January, 1986.

*William M. Gardner*  
SECRETARY OF STATE

