

State of Idaho

Department of State

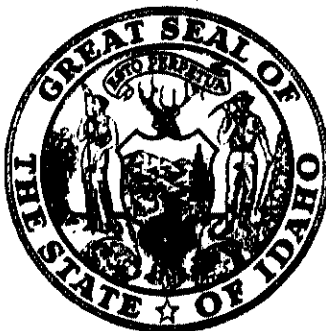
CERTIFICATE OF AUTHORITY OF

GART BROS. SPORTING GOODS COMPANY

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of GART BROS. SPORTING GOODS COMPANY for a 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 Certificate of Authority to GART BROS. SPORTING GOODS COMPANY to transact business in this State under the name GART BROS. SPORTING GOODS COMPANY and attach hereto a duplicate original of the Application for such Certificate.

Dated: November 12, 1991



Pete T. Cenarrusa

SECRETARY OF STATE

Jonya Coulson
Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

RECEIVED
SEC. OF STATE
JAN 12 AM 10 34

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is Gart Bros. Sporting Goods Company
2. The name which it shall use in Idaho is Gart Bros. Sporting Goods Company
(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)
3. It is incorporated under the laws of Colorado
4. The date of its incorporation is 12/2/46 and the period of its duration is perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is 1000 Broadway, Denver, CO 80203
6. The address to which correspondence should be addressed, if different from that in item 5. 1000 Broadway, Denver, CO 80203
7. The street address of its proposed registered office in Idaho is 300 North 6th Street
Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is C T CORPORATION SYSTEM
8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
Retail sales of sporting goods & apparel, and related items.
9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Daniel A. Seigel</u>	<u>Director</u>	<u>3424 Wilshire Blvd.</u> <u>Los Angeles, CA 90010</u>
<u>Phil Maslowe</u>	<u>Director</u>	<u>3424 Wilshire Blvd.</u> <u>Los Angeles, CA 90010</u>
<u>Jerry Gart</u>	<u>Chairman,</u> <u>Director & CEO</u>	<u>1000 Broadway</u> <u>Denver, CO 80203</u>
<u>Thomas A. Gart</u>	<u>President-</u> <u>Operations</u>	<u>1000 Broadway</u> <u>Denver, CO 80203</u>
<u>Kenneth Gart</u>	<u>President-</u> <u>Merchandising</u>	<u>1000 Broadway</u> <u>Denver, CO 80203</u>
<u>John S. Gart</u>	<u>Executive</u> <u>Vice President</u>	<u>1000 Broadway</u> <u>Denver, CO 80203</u>

(continued on reverse)

Name	Office	Address
Marvin R. Gart	Secretary-Treasurer & Vice Chairman	1000 Broadway Denver, CO 80203
John D. Morton	Vice President Operations	1000 Broadway Denver, CO 80203
C. David Warnick	Vice President Finance	1000 Broadway Denver, CO 80203
Thomas B. Nelson	Assistant Secretary	1000 Broadway Denver, CO 80203

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: 10-28-91

Gart Bros. Sporting Goods Company

(Corporation Name)

By

Thomas A. Gart Its President/ Vice President (please specify)

and

Thomas B. Nelson Its Secretary/ Assistant Secretary (please specify)

STATE OF Colorado

COUNTY OF Denver

I,

Geryl Kamicar

, a notary public, do hereby certify that on

this 28th day of October, 19 91, personally appeared before

me Thomas A. Gart & Thomas B. Nelson, who being by me first duly sworn, declared that (s)he

is the President and Asst. Secretary, respectively, of Gart

Bros. Sporting Goods Company

that (s)he signed the foregoing document as such officers of the corporation and that the statements therein contained are true.

Geryl Kamicar
Notary Public

My commission expires
August 30, 1993

RECEIVED
SEC. OF STATE
91 NOV 12 AM 12 34



STATE OF COLORADO

DEPARTMENT OF
STATE

CERTIFICATE

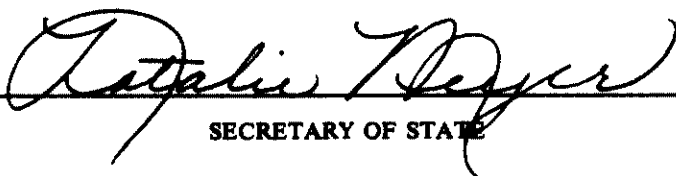
I, *NATALIE MEYER*, Secretary of State of the State of
Colorado hereby certify that

According to the records of this office

GART BROS. SPORTING GOODS COMPANY
(COLORADO CORPORATION)

has complied with the applicable provisions of the laws of
the State of Colorado and on this date is in good standing
and authorized and competent to transact business or to
conduct its affairs within this state.

Dated: OCTOBER 30, 1991



SECRETARY OF STATE