SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

FORM 8-A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES PURSUANT TO SECTION 12(b) OR 12(g) OF THE SECURITIES EXCHANGE ACT OF 1934

GSC HOLDINGS CORP. (to be renamed GameStop Corp.)		
(Exact Name of Registrant as Sp	ecified in Its Ch	arter)
Delaware		20-2733559
(State of Incorporation or Organization)		(I.R.S. Employer Identification No.)
625 Westport Parkway Grapevine, Texas		76051
(Address of Principal Executive Office	ices) (Zip Code)	
If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), please check the following box. [X]	If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), please check the following box. []	
Securities Act registration statement file \mathbf{n} this form relates:	umber to which	333-125161
		(If applicable)
Securities to be registered pursuant to Sect	ion 12(b) of the	Act:
Title of Each Class to be so Registered	Name of Each Exchange on which Each Class is to be Registered	
Class A Common Stock, par value \$.001 per share	New York Stock	Exchange
Class B Common Stock, par value \$.001 per share	New York Stock	Exchange
Preferred Stock Purchase Rights	New York Stock	Exchange
Securities to be registered pursuant to Sect None	ion 12(g) of the	Act:

(Title of Class)

INFORMATION REQUIRED IN THE REGISTRATION STATEMENT

Item 1. Description of Registrant's Securities to be Registered.

The description of the Class A Common Stock, par value \$.001 per share, and the Class B Common Stock, par value \$.001 per share, to be registered hereby is incorporated by reference to the description contained under the heading "Description of Holdco Capital Stock - Common Stock" in the Joint Proxy Statement-Prospectus included in the Registrant's Registration Statement on Form S-4 (File No. 333-125161), as amended, filed with the Securities and Exchange Commission (the "Registration Statement").

The description of the Preferred Stock Purchase Rights to be registered hereby is incorporated by reference to the description contained under the heading "Description of Holdco Capital Stock - Preferred Stock" in the Joint Proxy Statement-Prospectus included in the Registrant's Registration Statement.

Item 2. Exhibits.

- 3.1 Amended and Restated Certificate of Incorporation (filed as Exhibit 3.1 to the Registrant's Amendment No. 1 to Form S-4 filed on July 8, 2005 (Registration No. 333-125161)).
- 3.2 Amendment to Amended and Restated Certificate of Incorporation (filed as Exhibit 3.1 to the Registrant's Current Report on Form 8-K filed on October 7, 2005).
- 3.3 Amended and Restated Bylaws (filed as Exhibit 3.2 to the Registrant's Amendment No. 1 to Form S-4 filed on July 8, 2005 (Registration No. 333-125161)).
- 4.1 Form of specimen Stock Certificate for Registrant's Class A Common Stock.
- 4.2 Form of specimen Stock Certificate for Registrant's Class B Common Stock.
- 4.3. Rights Agreement dated as of June 27, 2005, between the Company and The Bank of New York, which includes as an exhibit the Summary of Rights to Purchase Preferred Stock (incorporated by reference to Exhibit 4.2 to the Company's Amendment No. 1 to Registration Statement on Form S-4 filed on July 8, 2005 (Registration No. 333-125161)).

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SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the Registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

GSC HOLDINGS CORP.

Dated: October 3, 2005 By: /s/ David W. Carlson

Name : David M. Caulana

Name: David W. Carlson

Title: Executive Vice President and Chief Financial

Officer

CLASS A COMMON STOCK

CLASS A COMMON STOCK

GAMESTOP CORP.

CA

INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE

SEE REVERSE FOR CERTAIN DEFINITIONS

CUSIP 36467W 10 9

This is to certify that

is the owner of

FULLY PAID AND NON-ASSESSABLE SHARES OF THE PAR VALUE OF \$.001 OF CLASS B COMMON STOCK OF

GAMESTOP CORP.

transferable on the books of the Corporation in person or by duly authorized attorney upon surrender of this Certificate properly endorsed. This Certificate is not valid unless countersigned and registered by the Transfer Agent and Registrar.

Witness the facsimile seal of the Corporation and the facsimile signatures of its duly authorized officers.

Dated:

SECRETARY

CHAIRMAN AND CHIEF EXECUTIVE OFFICER

COUNTERSIGNED AND REGISTERED: THE BANK OF NEW YORK TRANSFER AGENT AND REGISTRAR BY

AUTHORIZED SIGNATURE

GAMESTOP CORP.

THE CORPORATION WILL FURNISH, WITHOUT CHARGE TO EACH SHAREHOLDER WHO SO REQUESTS, A FULL STATEMENT OF THE DESIGNATION, RELATIVE RIGHTS, PREFERENCES AND LIMITATIONS OF EACH CLASS AUTHORIZED TO BE ISSUED, AND A FULL STATEMENT OF THE DESIGNATION, RELATIVE RIGHTS, PREFERENCES AND LIMITATIONS OF EACH SERIES OF ANY CLASS OF PREFERRED STOCK AUTHORIZED TO BE ISSUED SO FAR AS THE SAME MAY HAVE BEEN FIXED AND THE AUTHORITY OF THE BOARD TO DESIGNATE AND FIX THE RELATIVE RIGHTS, PREFERENCES AND LIMITATIONS OF OTHER SERIES. ANY SUCH REQUEST SHOULD BE ADDRESSED TO THE SECRETARY OF THE CORPORATION, OR TO THE TRANSFER AGENT AND REGISTRAR NAMED ON THE FACE OF THIS CERTIFICATE.

This certificate also evidences and entitles the holder hereof to certain rights (the "Rights") as set forth in the Rights Agreement between GameStop Corp. (formerly GSC Holdings Corp.) and The Bank of New York, dated as of June 27, 2005, as it may from time to time be amended or supplemented pursuant to its terms (the "Rights Agreement"), the terms of which are hereby incorporated herein by reference. A copy of the Rights Agreement is on file at the principal executive offices of GameStop Corp. Under certain circumstances set forth in the Rights Agreement, such Rights will be evidenced by separate certificates and

will no longer be evidenced by this certificate. GameStop Corp. will mail to the holder of this certificate a copy of the Rights Agreement without charge after receipt of a written request therefor. As described in Section 11(a)(ii) of the Rights Agreement, Rights beneficially owned by any Person who becomes an Acquiring Person (as defined in the Rights Agreement) and certain other Persons shall become null and void.

The following abbreviations, when used in the inscription on the face of this certificate, shall be construed as though they were written out in full according to applicable laws or regulations:

TEN COM - as tenants in common TEN ENT - as tenants by the entireties JT TEN - as joint tenants with right of survivorship and not as tenants in common UNIF GIFT MIN ACT - _____ Custodian __ (Cust) (Minor) under Uniform Gifts to Minors Act _ (State) Additional abbreviations may also be used though not in the above list. For value received, hereby sell(s), assign(s) and transfer(s) unto PLEASE INSERT SOCIAL SECURITY OR OTHER IDENTIFYING NUMBER OF ASSIGNEE PLEASE PRINT OR TYPEWRITE NAME AND ADDRESS INCLUDING ZIP CODE OF ASSIGNEE Shares of the stock represented by the within Certificate, and do hereby irrevocably constitute and appoint Attorney to transfer the said stock on the books of the within-named Corporation with full power of substitution in the premises. Dated NOTICE: THE SIGNATURE TO THIS ASSIGNMENT MUST CORRESPOND WITH THE NAME AS WRITTEN UPON THE FACE OF THE CERTIFICATE IN EVERY PARTICULAR WITHOUT ALTERATION OR ENLARGEMENT OR ANY CHANGE WHATEVER.

THE SIGNATURE(S) SHOULD BE GUARANTEED BY AN ELIGIBLE GUARANTOR INSTITUTION (BANKS, STOCKBROKERS, SAVINGS AND LOAN ASSOCIATIONS AND CREDIT UNIONS WITH MEMBERSHIP IN AN APPROVED SIGNATURE GUARANTEE MEDALLION PROGRAM), PURSUANT TO S.E.C. RULE 17Ad-15.

Signature(s) Guaranteed:

CLASS B COMMON STOCK

CLASS B COMMON STOCK

GAMESTOP CORP.

CB

INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE

SEE REVERSE FOR CERTAIN DEFINITIONS

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SECRETARY

CHAIRMAN AND CHIEF EXECUTIVE OFFICER

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