

ID Number:

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State Matthew A. Brown

Corporations Division

100 North Main Street

Providence, Rhode Island 02903-1335

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY

(To Be Filed In Duplicate Original)

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned foreign corporation hereby applies for a Certificate of Authority to transact business in the state of Rhode Island, and for that purpose submits the following statement:

1. The name of the corporation is AE Corporate Services Co.
2. It is incorporated under the laws of Delaware
3. The name, if different, which it elects to use in Rhode Island is:
- (a) If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:
- (b) If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:
4. The date of its incorporation is April 1, 1993 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 2711 Centerville Road, Suite 400, Wilmington, DE 19808
6. The address of its proposed registered office in Rhode Island is 170 Westminster Street, Suite 900
(Street Address, not P.O. Box)
Providence, RI 02903 and the name of its proposed registered agent in Rhode Island at
(City/Town) (Zip Code)
that address is Corporation Service Company
(Name of Agent)
7. The specific purpose or purposes, which it proposes to pursue in the transaction of business in Rhode Island are:
Management of regional and district retail store locations
8. The names and respective addresses of the directors and officers are:

	<u>Name</u>	<u>Address</u>
Director	See attached list	
Director		
President		
Vice President		
Treasurer		
Secretary		

FILED

JUN 10 2004

by KMC

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
20,000	Common		\$.01

10. The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
18,250	Common		\$.01

11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is
\$ 35,000,000 .

(b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is
\$ 0 .

(c) An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located, is 0 % [divide (b) by (a) and multiply by 100 to obtain the percentage].

12. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is
\$ 60,000,000 .

(b) An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year is \$ 125,000 .

(c) An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year is 0.21 % [divide (b) by (a) and multiply by 100 to obtain the percentage].

13. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the secretary of state or other authorized officer of the jurisdiction of its incorporation.

Date: 6/7/04

AE Corporate Services Co.

Print Exact Name of Corporation Making Application

By

☐ President or ☒ Vice President (check one)

By

☐ Secretary or ☒ Assistant Secretary (check one)

COMMONWEALTH
STATE OF

PENNSYLVANIA

COUNTY OF

ALLEGHENY

on this 7th day of June, 2004, before me personally appeared Dale E. Clifton and Yanya Bashir who, being duly sworn, declared that he/she is the VP and Assistant Secretary of the above-named entity and that he/she signed the foregoing document as such authorized agent, and that the statements herein contained are true.

Notarial Seal
Patricia A. Nardulli, Notary Public
Marshall Twp., Allegheny County, PA
My Commission Expires May 21, 2005
Member, Pennsylvania Association of Notaries

Patricia A. Nardulli
Notary Public
My Commission Expires: 5/21/05

AE Corporate Services Co.

Directors & Officers

Directors

Chief Operating Officer James V. O'Donnell 150 Thorn Hill Drive, Warrendale, PA 15086

Officers

<i>President</i>	Roger Markfield	150 Thorn Hill Drive, Warrendale, PA 15086
<i>Vice President</i>	Dale E. Clifton	150 Thorn Hill Drive, Warrendale, PA 15086
<i>Treasurer</i>	Trevor Vigfusson	150 Thorn Hill Drive, Warrendale, PA 15086
<i>Secretary</i>	Neil Bulman, Jr.	150 Thorn Hill Drive, Warrendale, PA 15086
<i>Assistant Secretary</i>	Gary A. Bashur	150 Thorn Hill Drive, Warrendale, PA 15086