Filing Fee: \$150.00

License Fee: \$15.00 minimum (§7-1.1-124)

ID Number: 120 2



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
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:

name of the co	rporation is MorEquity, Inc.	· -				
incorporated un	der the laws of Novada					
name, if differe	nt, which it elects to use in RI	hode Island is:				
"incorporated, above corpora	." or "limited," or an abbrevia ate endings for use in Rhode	ation thereof, th	corporation nen list the n	does not conta ame of the corp	ain the word "corp poration with the a	poration," "company, addition of one of the
) If the corporal qualify and tr application:	le name is not available in Rh ansact business in Rhode Is	node Island, the sland as stated	en set forth be d in the "Fict	elow the fictitiou itious Business	is name under whi Name Statement	ch the corporation will " to be filed with this
date of its incor	poration is 10/14/1988		and the	period of its duri	ation is Perpetual	
address of its p	rincipal office in the state or c nite 500, Reno, Nevada 8951	country under th	he laws of wh	nich it is incorpo	rated is	
address of its p	roposed registered office in F	Rhode Island is	10 Weyhos	set Street		
	Tapaca vagiotorea amaa ii i	WI000 KINING 13	10 110 1003		reet Address, not P.C	D. Box)
vidence	, RI	02903	and the na		· 	•
(City/	Town)	(Zip Code)			. .	
address is		C	T Corporation	on System		
	· -					
specific purpose	e or purposes which it propos	ses la nursue in	the transact	inn of husiness	in Rhode Island or	'o.
			<u>.</u>			
names and resp	pective addresses of the direc	ctors and office	rs are:		· · · · · · · · · · · · · · · · · · ·	-
	<u>Name</u>				Address	_
Director	SEE ATTACHMENT				<u> </u>	FILE
Director			-		·	——————————————————————————————————————
President						- 10/1 25 20
ice President	70 (1)					3v 20
reasurer	C 12 13	 	7 m			
Secretary	1114		<u> </u>	70. 117	SS 11 25 19	
	3100		<i>1</i> 110			
	- 1/29/02 C T Filing Manager Online	SAIBOBB	V23	31418 5 DIV.	ECRETARY OF PROTABLE	s 788
	incorporated under name, if difference incorporated, above corporated, above corporated, above corporated, and it is incorporated, and it is incorpora	incorporated under the laws of Nevada In name, if different, which it elects to use in Research in the corporation in its jurillocorporated," or "limited," or an abbrevia above corporate endings for use in Rhode MorEquity, Inc. If the corporate name is not available in Rhode Its application: If the corporate name is not available in Rhode Its application: If address of its principal office in the state or control in the state or c	e name, if different, which it elects to use in Rhode Island is: If the name of the corporation in its jurisdiction of in "incorporated," or "limited," or an abbreviation thereof, it above corporate endings for use in Rhode Island: MorEquity, Inc. If the corporate name is not available in Rhode Island, the qualify and transact business in Rhode Island as stated application: If date of its incorporation is 10/14/1988 Inaddress of its principal office in the state or country under the difference of its proposed registered office in Rhode Island is address of its proposed registered office in Rhode Island is address of its proposed registered office in Rhode Island is address is (Name of Italian in Itali	incorporated under the laws of Nevada In name, if different, which it elects to use in Rhode Island is: If the name of the corporation in its jurisdiction of incorporation "incorporated," or "limited," or an abbreviation thereof, then list the nabove corporate endings for use in Rhode Island: MorEquity, Inc. If the corporate name is not available in Rhode Island, then set forth be qualify and transact business in Rhode Island as stated in the "Fict application: If date of its incorporation is 10/14/1988 and the laws of with application: If date of its principal office in the state or country under the laws of with 20 Neil Road, Suite 500, Reno, Nevada 89511 If address of its proposed registered office in Rhode Island is 10 Weybos vidence RI 02903 and the name (City/Town) (Zip Code) If address is CT Corporation (Name of Agont) specific purpose or purposes which it proposes to pursue in the transact or manufacture, purchase, or otherwise acquire names and respective addresses of the directors and officers are: Name Director SEE ATTACHMENT Director Tresident The SEE ATTACHMENT Director Tresident The SEE ATTACHMENT Director Tresident The SEE ATTACHMENT The SEE ATTACHMENT The SEE ATTACHMENT The SEE ATTACHMENT The SEE ATTACHMENT	Incorporated under the laws of Nevada In name, if different, which it elects to use in Rhode Island is: If the name of the corporation in its jurisdiction of incorporation does not contain incorporated, "or "limited," or an abbreviation thereof, then list the name of the conabove corporate endings for use in Rhode Island: MorEquity, Inc. If the corporate name is not available in Rhode Island, then set forth below the fictition qualify and transact business in Rhode Island as stated in the "Fictitious Business application: If the corporate name is not available in Rhode Island, then set forth below the fictition qualify and transact business in Rhode Island as stated in the "Fictitious Business application: If the corporate name is not available in Rhode Island, then set forth below the fictitious qualify and transact business in Rhode Island as stated in the "Fictitious Business application: If the corporation is 10/14/1988 and the period of its during qualify and transact business of the state or country under the laws of which it is incorpo 20 Neil Road, Suite 500, Reno, Nevada 89511 In address of its principal office in Rhode Island is 10 Weybosset Street (Single-Vidence Ricetors) (City/Town) (Zip Code) and the name of its proposed (City/Town) (Zip Code) It address is CT Corporation System (Name of Agent) Specific purpose or purposes which it proposes to pursue in the transaction of business of manufacture, purchase, or otherwise acquire and sell of the corporation system (Name of Agent) In address and respective addresses of the directors and officers are: Name Oriector SEE ATTACHMENT Oriector Gersident The corporation system (Name of Agent) It is a stated in the read of the corporation system (Name of Agent) It is a stated in the read of the corporation system (Name of Agent) It is a stated in the state of country under the laws of which it is incorporated in the state of country under the laws of which it is incorporated in the state of country under the laws of which it is incorporated	incorporated under the laws of Nevada In name, if different, which it elects to use in Rhode Island is: If the name of the corporation in its jurisdiction of incorporation does not contain the word "cor" incorporated," or "limited," or an abbreviation thereof, then list the name of the corporation with the above corporate endings for use in Rhode Island. MorEquity, Inc. Option of the corporation in its jurisdiction thereof, then list the name of the corporation with the above corporate endings for use in Rhode Island. MorEquity, Inc. Option of the corporation with the above corporate name is not available in Rhode Island, then set forth below the fictitious name under whit qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement application: It date of its incorporation is 10/14/1988 and the period of its duration is Perpetual address of its principal office in the state or country under the laws of which it is incorporated is 10 Neil Road, Suite 500, Reno, Nevada 89511 In address of its principal office in the state or country under the laws of which it is incorporated is 10 Neil Road, Suite 500, Reno, Nevada 89511 In address of its principal office in Rhode Island is 10 Weybosset Street (Street Address, not P.C. (Street

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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 Common	Series N/A	Par Value or Statement that Shares are without Par Value S10.00				
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	<u>Class</u>	<u>Series</u>	Par Value or Statement that Shares are without Par Value				
	100	Common	.N/A	\$10.00				
11.	(a) An estimate of the value of \$ 1,200,949,614	all property to be owne	ed by the corporation	for the following year, wherever located, is				
	(b) An estimate of the value of \$ 36,028,488	the corporation's proper	ty to be located within	n Rhode Island during the following year is				
	(c) An estimate, expressed as a located within this state during following year, wherever located to the control of the contro	the following year bears	to the value of all prope	value of the property of the corporation to be orty of the corporation to be owned during the multiply by 100 to obtain the percentage].				
12.	(a) An estimate of the gross ar \$ 627,000,000	mount of business to be	transacted by the	corporation during the following year is				
	(b) An estimate of the gross _k ar Island during the following year	mount of business to be ter is \$ 18,810,	ransacted by the corpo	ration at or from places of business in Rhode				
	corporation at or from places	of business in this state d	uring the following year	amount of business to be transacted by the bears to the gross amount thereof which will divide (b) by (a) and multiply by 100 to obtain				
13.	This application is accompanied by the secretary of state or other a	y certified copies of its art uthorized officer of the jur	icles of incorporation al isdiction of its incorpora	nd all amendments thereto, duly authenticated tion.				
Dat	te: <u>July 19,2002</u>			MorEquity, Inc.				
	··· ——·()	В	Dt 1/41	e of Corporation Making Application				
			Timothy M. Hay	Vice President (check one)				
		В	Secretary o	r (XAssistant Secretary (check one)				
_	ATE OF IN DUNTY OF Vanderburgh		/					
is	In Evansville fore me	Garages & Kally It	e corporation and that	by me first duly sworn, declared that he/she at he/she signed the foregoing document as				
			Notary Public My Commission Expir	es: 8-/6-09				

Attachment to application MorEquity, Inc.

The activities of the corporation

To engage in any lawful activity and to manufacture, purchase or otherwise acquire, invest in, own, mortgage, pledge, sell, assign and transfer or otherwise dispose of, trade, deal in and deal with goods, ware and merchandise and personal property of every class and description.

LIST OF OFFICERS + Pirectors

MOREQUITY, INC. (NV)

June 3, 2002

Donald R. Breivogel, Jr.	Director	601 NW 2 nd Street; Evansville, IN 47708
Frederick W. Geissinger	Director	601 NW 2 nd Street; Evansville, IN 47708
George D. Roach	Director	601 NW 2 nd Street; Evansville, IN 47708
Frederick W. Geissinger	Chairman	601 NW 2 nd Street; Evansville, IN 47708
	& CEO	
Frederick W. Geissinger	President	601 NW 2 nd Street; Evansville, IN 47708
Ben D. Hendrix	Executive	601 NW 2 nd Street; Evansville, IN 47708
	Vice Pres.	
Robert A. Cole	Sr. Vice Pres.	601 NW 2 nd Street; Evansville, IN 47708
Jerry L. Gilpin	Sr. Vice Pres.	601 NW 2 nd Street; Evansville, IN 47708
Timothy M. Hayes	Sr. Vice Pres.	601 NW 2 nd Street; Evansville, IN 47708
,	& General Counsel	
Bryan A. Binyon	Vice Pres. & Treasurer	601 NW 2 nd Street; Evansville, IN 47708
Donald R. Breivogel, Jr.	Sr. Vice Pres. & CFO	601 NW 2 nd Street; Evansville, IN 47708
George D. Roach	Vice Pres. & Asst. Sec.	195 Riverbend Drive; Charlottesville, VA 22911
Monte Conrad	Asst. Vice Pres. &	601 NW 2 nd Street; Evansville, IN 47708
	Asst. Secretary	
Timothy M. Hayes	Secretary	601 NW 2 nd Street: Evansville, IN 47708
Danny W. Gardner	Vice Pres.	601 NW 2 nd Street; Evansville, IN 47708
Seth Shapiro	Asst. Secretary	601 NW 2 nd Street; Evansville, IN 47708
George W. Schmidt	Controller & Asst.	601 NW 2 nd Street; Evansville, IN 47708
200.80	Secretary	
Leonard J. Winiger	Asst. Controller &	601 NW 2 nd Street; Evansville, IN 47708
	Asst. Secretary	
Thomas J. Crance	Asst. Vice Pres. &	601 NW 2 nd Street; Evansville, IN 47708
	Asst. Secretary	
Peter J. Hebert	Associate Tax Officer	601 NW 2 nd Street: Evansville, IN 47708
Timothy Blythe	Asst. Secretary	601 NW 2 nd Street; Evansville, IN 47708
Dan Becker	Asst. Secretary	601 NW 2 nd Street; Evansville, IN 47708
Jack Erkilla	Asst. Secretary	601 NW 2 nd Street; Evansville, IN 47708
Harry George	Asst. Secretary	601 NW 2 nd Street; Evansville, IN 47708
Angela Hirsch	Asst. Secretary	601 NW 2 nd Street; Evansville, IN 47708
Kathy J. Hoefling	Asst. Secretary	601 NW 2 nd Street; Evansville, IN 47708
Alan Meier	Asst. Secretary	601 NW 2 nd Street; Evansville, IN 47708
Rick Russell	Asst. Secretary	601 NW 2 nd Street; Evansville, IN 47708
Rafael Uribarre	Asst. Secretary	6930 Magnolia Ave., Riverside, CA 92506
David M. McManigal	Asst. Treas.	601 NW 2 nd Street; Evansville, iN 47708

STATE OF NEVACA.
Secretary of State
I hereby certify that this is a tree and complete copy of the document as filled in this case.

JUN 0 6 2002