

Filing Fee: \$150.00
License Fee: \$15.00 minimum (§7-1.1-124)

ID Number: 126122



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:

1. The name of the corporation is MorEquity, Inc.
2. It is incorporated under the laws of Nevada
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:
MorEquity, Inc. *et*
 - (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 10/14/1988 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 6100 Neil Road, Suite 500, Reno, Nevada 89511
6. The address of its proposed registered office in Rhode Island is 10 Weybosset Street
(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 C.T. Corporation System
(Name of Agent)
7. The specific purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:
To manufacture, purchase, or otherwise acquire and sell goods and personal property
8. The names and respective addresses of the directors and officers are:

	Name	Address
Director	<u>SEE ATTACHMENT</u>	
Director		
President		
Vice President		
Treasurer		
Secretary		

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By

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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	Series	Par Value or Statement that Shares are without Par Value
100	Common	N/A	\$10.00

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	Class	Series	Par Value or Statement that Shares are without Par Value
100	Common	N/A	\$10.00

11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 1,200,949,614.
- (b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ 36,028,488.
- (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 3 %. [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 \$ 627,000,000.
- (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 \$ 18,810,000.
- (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 3 % [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: July 19, 2002

MorEquity, Inc.

Print Exact Name of Corporation Making Application

By [Signature]
Timothy M. Hayes ☒ President or ☐ Vice President (check one)

By [Signature]
AND
Secretary or ☒ Assistant Secretary (check one)
Kathy J. Hoefling

STATE OF IN
COUNTY OF Vanderburgh

In Evansville, on this 19th day of July, 2002, personally appeared before me Timothy M. Hayes & Kathy Hoefling, who, being by me first duly sworn, declared that he/she is the Vice President and Secretary of the corporation and that he/she signed the foregoing document as such officer of the corporation, and that the statements herein contained are true.

Mary E. Hankin
Notary Public
My Commission Expires: 8-16-09

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 + Directors

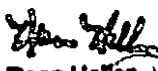
MOREQUITY, INC. (NV)

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 & CEO	601 NW 2 nd Street; Evansville, IN 47708
Frederick W. Geissinger	President	601 NW 2 nd Street; Evansville, IN 47708
Ben D. Hendrix	Executive Vice Pres.	601 NW 2 nd Street; Evansville, IN 47708
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. & General Counsel	601 NW 2 nd Street; Evansville, IN 47708
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. & Asst. Secretary	601 NW 2 nd Street; Evansville, IN 47708
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. Secretary	601 NW 2 nd Street; Evansville, IN 47708
Leonard J. Winiger	Asst. Controller & Asst. Secretary	601 NW 2 nd Street; Evansville, IN 47708
Thomas J. Crance	Asst. Vice Pres. & Asst. Secretary	601 NW 2 nd Street; Evansville, IN 47708
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 Erkill	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 NEVADA
Secretary of State
I hereby certify that this is a true and
complete copy of the document as filed in
this office.

JUN 06 2002


Dean Heller
By 