

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

ID Number: 117825



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 The Home Service Store, Inc.
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 March 14, 2000 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 80 West Street- Suite 104; Rutland, VT 05701
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:
Contractor referral service for home maintenance and repairs
8. The names and respective addresses of the directors and officers are:

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

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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
100,000,000	Common		.01
10,000,000	Preferred		.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
2,750,000	Common		.01
3,500,000	Preferred		.01

11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 3,412,613.
- (b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ 7,215.67.
- (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 .2 % [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 \$ 45,566,948.
- (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 \$ 80,000.
- (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 .175 % [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: April 6, 2001

The Home Service Store, Inc.

Print Exact Name of Corporation Making Application

By K. Dean Pierce
☐ President or ☒ Vice President (check one)
AND
By Joyce A. Harris
☒ Secretary or ☐ Assistant Secretary (check one)

STATE OF Vermont
COUNTY OF Rutland

In Rutland, VT, on this 6th day of April, 2001, personally appeared before me K. Dean Pierce & Hans G. Hucssy who, being by me first duly sworn, declared that he/she is the Vice President 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.

Joyce A. Harris
Notary Public
My Commission Expires: 02/03/01

**THE HOME SERVICE STORE, INC.
BOARD OF DIRECTORS
April 2, 2001**

Gary Balter, Managing Director

Credit Suisse First Boston
11 Madison Avenue, 6th Floor
New York, NY 10010

Thomas A. Berglund, Vice President

Jupiter Partners LLC
30 Rockefeller Plaza, Suite 4525
New York, NY 10112

Frederic H. Bertrand

(Winter) 25061 Ridge Oak Drive
Bonita Springs, FL 34134-1928
(Summer) 1423 West Shore Road
P. O. Box 227
West Danville, VT 05873

Terry J. Blumer, Senior Partner

Jupiter Partners LLC
30 Rockefeller Plaza, Suite 4525
New York, NY 10112

Phillip Glennon

Hynes, Himmelreich, Glennon & Co.
One Dock Street
Stamford, CT 06902

John J. Langdon, Chief Executive Officer

Hickory Farms
15505 Holland Road - P. O. Box 219
Maumee, OH 43537

Janice L. Scites

11 N. Stonehedge Drive
Basking Ridge, NJ 07920

John A. Sprague, Managing Partner

Jupiter Partners LLC
30 Rockefeller Plaza, Suite 4525
New York, NY 10112

Robert H. Young, President & CEO

Central Vermont Public Service Corp.
77 Grove Street
Rutland, VT 05701

THE HOME SERVICE STORE, INC.
OFFICERS
April 5, 2001

NAME/TITLE

OFFICE ADDRESS

Douglas D. Sinclair
President

The Home Service Store, Inc.
3480 Preston Ridge Road, Suite 200
Alpharetta, GA 30005

James M. Pennington
Vice President and
Chief Financial Officer

The Home Service Store, Inc.
3480 Preston Ridge Road, Suite 200
Alpharetta, GA 30005

Dennis Johnson
Executive Vice President
Business Development

The Home Service Store, Inc.
3480 Preston Ridge Road, Suite 200
Alpharetta, GA 30005

Paul Monahan
President, HSS Commercial

ServiceBeyond
445 Marine View Avenue, Suite 320
Del Mar, CA 92014

Thomas A. Meeks
Senior Vice President
Marketing

The Home Service Store, Inc.
3480 Preston Ridge Road, Suite 200
Alpharetta, GA 30005

Geoffrey Foreman
Senior Vice President
General Manager

The Home Service Store, Inc.
3480 Preston Ridge Road, Suite 200
Alpharetta, GA 30005

John O'Keeffe
Vice President, Field Programs

The Home Service Store, Inc.
3480 Preston Ridge Road, Suite 200
Alpharetta, GA 30005

John Wadella
Vice President
Information Technology

The Home Service Store, Inc.
3480 Preston Ridge Road, Suite 200
Alpharetta, GA 30005

Charles Gallo
Vice President
Market Development

ServiceBeyond
445 Marine View Avenue, Suite 320
Del Mar, CA 92014

Benjamin Cohen
Vice President Field Sales

The Home Service Store, Inc.
3480 Preston Ridge Road, Suite 200
Alpharetta, GA 30005

Steven W. Sempell
Vice President Affinity Relationships

The Home Service Store, Inc.
3480 Preston Ridge Road, Suite 200
Alpharetta, GA 30005

Thomas D. Sangillo
Vice President Field Management

The Home Service Store, Inc.
3480 Preston Ridge Road, Suite 200
Alpharetta, GA 30005

NAME/TITLE

Hans G. Huessy
General Counsel and
Corporate Secretary

Peter W. Lind
Vice President
Field Administration

Dean Pierce
Vice President
Finance and Marketing

Edmund Ryan
Controller

OFFICE ADDRESS

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80 West Street, Suite 104
Rutland, VT 05701

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State of Delaware
Office of the Secretary of State

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "THE HOME SERVICE STORE, INC." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF FORMATION, FILED THE THIRTEENTH DAY OF JANUARY, A.D. 1998, AT 4:30 O'CLOCK P.M.

CERTIFICATE OF CONVERSION, CHANGING ITS NAME FROM "HOME SERVICE SOLUTIONS, L.L.C." TO "THE HOME SERVICE STORE, INC.", FILED THE THIRTEENTH DAY OF MARCH, A.D. 2000, AT 3:30 O'CLOCK P.M.

CERTIFICATE OF CANCELLATION UPON CONVERSION, FILED THE THIRTEENTH DAY OF MARCH, A.D. 2000, AT 3:31 O'CLOCK P.M.

CERTIFICATE OF DESIGNATION, FILED THE FOURTEENTH DAY OF MARCH, A.D. 2000, AT 12:30 O'CLOCK P.M.

CERTIFICATE OF DESIGNATION, FILED THE TWENTY-SEVENTH DAY OF DECEMBER, A.D. 2000, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID CORPORATION.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1060574

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DATE: 04-03-01