

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

ID Number: 130440



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 GS Administrators, Inc.
2. It is incorporated under the laws of Texas
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:  
GS Administrators, Inc.
  - (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 05/25/1988 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 13201 Northwest Freeway, Ste 801, Houston, Texas 77040
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:  
Vehicle service contract provider and  
Any lawful act concerning any or all lawful business for which corporations may be  
incorporated and exist under the laws of Rhode Island.
8. The names and respective addresses of the directors and officers are:

	Name	Address
Director	SEE ATTACHMENT	
Director		
President		
Vice President		
Treasurer		
Secretary		

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CORPORATIONS

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By [Signature]  
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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
50,000	Common		1.00 par value

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
see attachment			

11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 225,505,300.
- (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 \$ 102,273,000.
- (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 \$ 20,000.
- (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 % [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: 2/20/03

GS Administrators, Inc.

Print Exact Name of Corporation Making Application

By

☒ President or ☐ Vice President (check one)

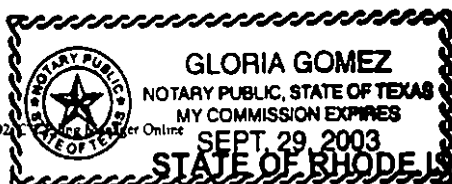
Gregory W. Kraft

By

Diane W. Greene ☐ Secretary or ☒ Assistant Secretary (check one)

STATE OF Texas  
COUNTY OF Harris

In Houston, on this 20<sup>th</sup> day of February, 2003, personally appeared before me Diane W. Greene who, being by me first duly sworn, declared that he/she is the Asst. 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.



Notary Public Gloria Gomez  
My Commission Expires: 09/29/2003

# ATTACHMENT "A"

## GS Administrators, Inc. Officers and Directors

Officers	Title	Business Address	City	State, Zip Code
Jerry H. Pyle	Chairman	109 N. Post Oak Lane, #600	Houston	Texas, 77024
Gregory W. Kraft	President	13201 Northwest Freeway, Suite 801	Houston	Texas, 77040
Frank X. Gruen	Treasurer	109 N. Post Oak Lane, #600	Houston	Texas, 77024
Daniel J. Sosniak	Vice President	13201 Northwest Freeway, Suite 801	Houston	Texas, 77040
Craig C. Hohmann	Vice President	13201 Northwest Freeway, Suite 801	Houston	Texas, 77040
Bruce W. Stricklin	V.P. - Finance and Administration	13201 Northwest Freeway, Suite 801	Houston	Texas, 77040
Kenneth L. Roche, Jr.	V.P. - Legal and Secretary	109 N. Post Oak Lane, #600	Houston	Texas, 77024
Diane W. Greene	Assistant Secretary	13201 Northwest Freeway, Suite 801	Houston	Texas, 77040
Directors				
Jerry H. Pyle	Director	109 N. Post Oak Lane, #600	Houston	Texas, 77024
Frank X. Gruen	Director	109 N. Post Oak Lane, #600	Houston	Texas, 77024
Gregory W. Kraft	Director	13201 Northwest Freeway, Suite 801	Houston	Texas, 77040

Corporations Section  
P.O. Box 13697  
Austin, Texas 78711-3697



Gwyn Shea  
Secretary of State

## Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the attached is a true and correct copy of each document on file in this office as described below:

GS-ADMINISTRATORS, INC.

Filing Number: 107812600

Articles Of Incorporation	May 25, 1988
Articles Of Amendment	April 11, 1989
Articles Of Amendment	May 17, 1993
Change Of Registered Agent/Office	September 28, 1995
Public Information Report (PIR)	December 31, 1998
Certificate Of Assumed Business Name	March 15, 2002

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on March 04, 2003.



A handwritten signature in cursive script that reads "Gwyn Shea".

Gwyn Shea  
Secretary of State