



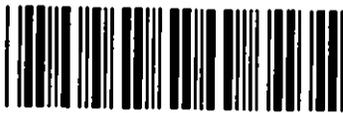
**PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2005**

Filing Period: January 1 - March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED OR PRINTED IN BLACK)

1. Corporate ID No. 20067		2. Name of Corporation AMERICAN HOME SHIELD CORPORATION					
3. Street Address Principal Business Office 889 Ridge Lake Blvd.				City Memphis	State TN	Zip 38120	
4. Business Phone No.			5. State of Incorporation DELAWARE			6. SIC Code 8888	
7. Brief Description of the Character of Business Conducted in Rhode Island HOME WARRANTY SALES AND SERVICE							
8. NAMES AND ADDRESSES OF THE OFFICERS: ("X" BOX FOR ATTACHMENT) <input checked="" type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS							
President Name Scott J. Cromie				Vice President Name Mark F. Lightfoot			
Street Address 889 Ridge Lake Blvd.				Street Address 889 Ridge Lake Blvd.			
City Memphis	State TN	Zip 38120		City Memphis	State TN	Zip 38120	
Secretary Name Mark F. Lightfoot				Treasurer Name Brian L. Rupiper			
Street Address 889 Ridge Lake Blvd.				Street Address 889 Ridge Lake Blvd.			
City Memphis	State TN	Zip 38120		City Memphis	State TN	Zip 38120	
9. NAMES AND ADDRESSES OF THE DIRECTORS: ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS							
Director Name Scott J. Cromie				Director Name Mark F. Lightfoot			
Street Address 889 Ridge Lake Blvd.				Street Address 889 Ridge Lake Blvd.			
City Memphis	State TN	Zip 38120		City Memphis	State TN	Zip 38120	
Director Name Ernest J. Mrozek				Director Name			
Street Address 860 Ridge Lake Blvd.				Street Address			
City Memphis	State TN	Zip 38120		City	State	Zip	
10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/>				11. SHARES ISSUED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/>			
AUTHORIZED SHARES				ISSUED SHARES			
Number of Shares	Class/Series	Par Value		Number of Shares	Class/Series	Par Value	
1,000	COMM	\$.01 PAR VALUE		1000	common	\$.01	

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



\*20067\*

File Date 2-7-05  
Check No. 0009857013  
By: KTB  
FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer Mark F. Lightfoot Date 2-3-05  
Print or Type Name of Officer Mark F. Lightfoot  
SVP & Secretary  
Title of Officer

AMERICAN HOME SHIELD CORPORATION

DIRECTORS

Scott J. Cromie  
889 Ridge Lake Blvd.  
Memphis, TN 38120

Mark F. Lightfoot  
889 Ridge Lake Blvd.  
Memphis, TN 38120

Ernest J. Mrozek  
860 Ridge Lake Blvd.  
Memphis, TN 38120

OFFICERS

Scott J. Cromie  
President & COO  
889 Ridge Lake Blvd.  
Memphis, TN 38120

David J. Crawford  
Senior Vice President  
889 Ridge Lake Blvd.  
Memphis, TN 38120

Mark F. Lightfoot  
Senior Vice President, General Counsel & Secretary  
889 Ridge Lake Blvd.  
Memphis, TN 38120

Lawrence L. Mariano, III  
Vice President  
860 Ridge Lake Blvd.  
Memphis, TN 38120

Young W. Lee  
Vice President  
131A Stony Circle #100  
Santa Rosa, CA 95401

Brian L. Rupiper  
Vice President & Treasurer  
889 Ridge Lake Blvd.  
Memphis, TN 38120

Ernest J. Mrozek  
Vice President  
860 Ridge Lake Blvd.  
Memphis, TN 38120

Eric R. Zarnikow  
Vice President & Assistant Treasurer  
3250 Lacey Road, Suite 600  
Downers Grove, IL 60515

John A. Mann  
Vice President  
3250 Lacey Road, Suite 600  
Downers Grove, IL 60515

Dan J. Marks  
Vice President & Chief Information Officer  
889 Ridge Lake Blvd.  
Memphis, TN 38120

Barbara A. Connolly  
Assistant Vice President  
3250 Lacey Road, Suite 600  
Downers Grove, IL 60515

Dave C. Quandt  
Vice President  
1524 US Highway 30 E.  
Carroll, IA 51401

Steven W. Burnett  
Vice President  
889 Ridge Lake Blvd.  
Memphis, TN 38120

Shirley A. Scott  
Vice President  
889 Ridge Lake Blvd.  
Memphis, TN 38120

Sandra L. Groman  
Vice President & Assistant Secretary  
3250 Lacey Road, Suite 600  
Downers Grove, IL 60515

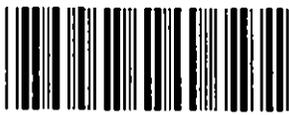


**PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR** 2004

Filing Period: January 1 - March 1 • Filing Fee: \$50.00  
(FORM MUST BE TYPED OR PRINTED IN BLACK)

1. Corporate ID No <b>20067</b>		2. Name of Corporation <b>AMERICAN HOME SHIELD CORPORATION</b>			
3. Street Address Principal Business Office <b>889 Ridge Lake Blvd.</b>			City <b>Memphis</b>	State <b>TN</b>	Zip <b>38120</b>
4. Business Phone No <b>901/766-1291</b>		5. State of Incorporation <b>DELAWARE</b>		6. SIC Code <b>8888</b>	
7. Brief Description of the Character of Business Conducted in Rhode Island <b>HOME WARRANTY SALES AND SERVICE</b>					
8. NAMES AND ADDRESSES OF THE OFFICERS: ("X" BOX FOR ATTACHMENT) <input checked="" type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
President Name <b>Scott J. Cromie</b>			Ex. Vice President Name <b>Richard A. Ascolese</b>		
Street Address <b>889 Ridge Lake Blvd.</b>			Street Address <b>889 Ridge Lake Blvd.</b>		
City <b>Memphis</b>	State <b>TN</b>	Zip <b>38120</b>	City <b>Memphis</b>	State <b>TN</b>	Zip <b>38120</b>
Secretary Name <b>Mark F. Lightfoot</b>			Treasurer Name <b>Brian L. Rupiper</b>		
Street Address <b>889 Ridge Lake Blvd.</b>			Street Address <b>889 Ridge Lake Blvd.</b>		
City <b>Memphis</b>	State <b>TN</b>	Zip <b>38120</b>	City <b>Memphis</b>	State <b>TN</b>	Zip <b>38120</b>
9. NAMES AND ADDRESSES OF THE DIRECTORS: ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
Director Name <b>Scott J. Cromie</b>			Director Name <b>Richard A. Ascolese</b>		
Street Address <b>889 Ridge Lake Blvd.</b>			Street Address <b>889 Ridge Lake Blvd.</b>		
City <b>Memphis</b>	State <b>TN</b>	Zip <b>38120</b>	City <b>Memphis</b>	State <b>TN</b>	Zip <b>38120</b>
Director Name <b>Ernest J. Mrozek</b>			Director Name		
Street Address <b>860 Ridge Lake Blvd.</b>			Street Address		
City <b>Memphis</b>	State <b>TN</b>	Zip <b>38120</b>	City	State	Zip
10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/>			11. SHARES ISSUED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/>		
AUTHORIZED SHARES			ISSUED SHARES		
Number of Shares	Class/Series	Par Value	Number of Shares	Class/Series	Par Value
<b>1,000 COMM \$0.01 PAR VALUE</b>			<b>1000</b>	<b>common</b>	<b>\$.01</b>

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



\* 2 0 0 6 7 \*

File Date 2-9-04  
Check No. 483537  
By: [Signature]  
FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

[Signature] 2-3-04  
Signature of Officer Date  
Mark F. Lightfoot  
Print or Type Name of Officer  
SVP & Secretary  
Title of Officer

AMERICAN HOME SHIELD CORPORATION

DIRECTORS

Scott J. Cromie  
889 Ridge Lake Blvd.  
Memphis, TN 38120

Richard A. Ascolese  
889 Ridge Lake Blvd.  
Memphis, TN 38120

Ernest J. Mrozek  
860 Ridge Lake Blvd.  
Memphis, TN 38120

OFFICERS

Scott J. Cromie  
President & COO  
889 Ridge Lake Blvd.  
Memphis, TN 38120

David J. Crawford  
Senior Vice President  
889 Ridge Lake Blvd.  
Memphis, TN 38120

Richard A. Ascolese  
Executive Vice President & Asst. Secretary  
889 Ridge Lake Blvd.  
Memphis, TN 38120

Mark F. Lightfoot  
Senior Vice President, General Counsel & Secretary  
889 Ridge Lake Blvd.  
Memphis, TN 38120

Young W. Lee  
Vice President  
131A Stony Circle #100  
Santa Rosa, CA 95401

Lawrence L. Mariano, III  
Vice President  
860 Ridge Lake Blvd.  
Memphis, TN 38120

Ernest J. Mrozek  
Vice President  
860 Ridge Lake Blvd.  
Memphis, TN 38120

Brian L. Ruper  
Vice President & Treasurer  
889 Ridge Lake Blvd.  
Memphis, TN 38120

John A. Mann  
Vice President  
3250 Lacey Road, Suite 600  
Downers Grove, IL 60515

Eric R. Zamikow  
Vice President & Assistant Treasurer  
3250 Lacey Road, Suite 600  
Downers Grove, IL 60515

Barbara A. Connolly  
Assistant Vice President  
3250 Lacey Road, Suite 600  
Downers Grove, IL 60515

Steven W. Burnett  
Vice President  
889 Ridge Lake Blvd.  
Memphis, TN 38120

Sandra L. Groman  
Vice President & Assistant Secretary  
3250 Lacey Road, Suite 600  
Downers Grove, IL 60515



**PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2003**  
Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED OR PRINTED IN BLACK)

1. Corporate ID No. **20067** 2. Name of Corporation **AMERICAN HOME SHIELD CORPORATION**  
3. Street Address Principal Business Office **889 Ridge Lake Blvd.** City **Memphis** State **TN** Zip **38120**  
4. Business Phone No. **901/766-1291** 5. State of Incorporation **DELAWARE** 6. SIC Code **8888**  
7. Brief Description of the Character of Business Conducted in Rhode Island  
**home warranty sales and service**

**8. NAMES AND ADDRESSES OF THE OFFICERS (\*X\* BOX FOR ATTACHMENT)  FILL IN SPACES BEFORE USING ATTACHMENTS**

President Name <b>Scott J. Cromie</b>	EX Vice President Name <b>Richard A. Ascolese</b>
Street Address <b>889 Ridge Lake Blvd.</b>	Street Address <b>889 Ridge Lake Blvd.</b>
City State Zip <b>Memphis TN 38120</b>	City State Zip <b>Memphis TN 38120</b>
Secretary Name <b>Mark F. Lightfoot</b>	Treasurer Name <b>Brian L. Pupiper</b>
Street Address <b>889 Ridge Lake Blvd.</b>	Street Address <b>889 Ridge Lake Blvd.</b>
City State Zip <b>Memphis TN 38120</b>	City State Zip <b>Memphis TN 38120</b>

**9. NAMES AND ADDRESSES OF THE DIRECTORS (\*X\* BOX FOR ATTACHMENT)  FILL IN SPACES BEFORE USING ATTACHMENTS**

Director Name <b>Scott J. Cromie</b>	Director Name <b>Ernest J. Mrozek</b>
Street Address <b>889 Ridge Lake Blvd.</b>	Street Address <b>860 Ridge Lake Blvd.</b>
City State Zip <b>Memphis TN 38120</b>	City State Zip <b>Memphis TN 38120</b>
Director Name <b>Richard A. Ascolese</b>	
Street Address <b>889 Ridge Lake Blvd.</b>	
City State Zip <b>Memphis TN 38120</b>	

**10. SHARES AUTHORIZED (\*X\* BOX FOR ATTACHMENT)**

AUTHORIZED SHARES	Number of Shares	Class/Series	Par Value
	<b>1,000</b>	<b>COMM</b>	<b>\$.01</b>

**11. SHARES ISSUED (\*X\* BOX FOR ATTACHMENT)**

ISSUED SHARES	Number of Shares	Class/Series	Par Value
	<b>1000</b>	<b>common</b>	<b>\$.01</b>

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



\* 2 0 0 6 7 \*

File Date: 2-18-03

Check No.: 9000520

By: CP

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Mark F. Lightfoot 2-14-03  
Signature of Officer Date

Mark F. Lightfoot  
Print or Type Name of Officer

SVP & Secretary  
Title of Officer

## AMERICAN HOME SHIELD CORPORATION

### DIRECTORS

Scott J. Cromie  
889 Ridge Lake Blvd.  
Memphis, TN 38120

Richard A. Ascolese  
889 Ridge Lake Blvd.  
Memphis, TN 38120

Ernest J. Mrozek  
860 Ridge Lake Blvd.  
Memphis, TN 38120

### OFFICERS

Scott J. Cromie  
President & COO  
889 Ridge Lake Blvd.  
Memphis, TN 38120

David J. Crawford  
Senior Vice President  
889 Ridge Lake Blvd.  
Memphis, TN 38120

Richard A. Ascolese  
Executive Vice President & Asst. Secretary  
889 Ridge Lake Blvd.  
Memphis, TN 38120

Mark F. Lightfoot  
Senior Vice President, General Counsel & Secretary  
889 Ridge Lake Blvd.  
Memphis, TN 38120

Young W. Lee  
Vice President  
131A Stony Circle #100  
Santa Rosa, CA 95401

Lawrence L. Mariano, III  
Vice President  
860 Ridge Lake Blvd.  
Memphis, TN 38120

Ernest J. Mrozek  
Vice President  
860 Ridge Lake Blvd.  
Memphis, TN 38120

Brian L. Rupiper  
Vice President & Treasurer  
889 Ridge Lake Blvd.  
Memphis, TN 38120

Barbara A. Connolly  
Assistant Vice President  
3250 Lacey Road, Suite 600  
Downers Grove, IL 60515

Madeline M. Stewart  
Assistant Vice President  
3250 Lacey Road, Suite 600  
Downers Grove, IL 60515



**PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2002**

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **20067** 2. Name of Corporation **AMERICAN HOME SHIELD CORPORATION**  
 3. Street Address Principal Business Office **860 Ridge Lake Blvd.** City **Memphis** State **TN** Zip **38120**  
 4. Business Phone No. **(901) 537.8026** 5. State of Incorporation **DELAWARE** 6. SIC Code **8888**  
 7. Brief Description of the Character of Business Conducted in Rhode Island

**Home Warranty Sales and Service**

**8. NAMES AND ADDRESSES OF THE OFFICERS (\*X\* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS**

President Name <b>Scott J. Cromie</b> Street Address <b>860 Ridge Lake Blvd.</b> City <b>Memphis</b> State <b>TN</b> Zip <b>38120</b>	Vice President Name <b>David J. Crawford</b> Street Address <b>860 Ridge Lake Blvd.</b> City <b>Memphis</b> State <b>TN</b> Zip <b>38120</b>
Secretary Name <b>Mark F. Lightfoot</b> Street Address <b>860 Ridge Lake Blvd.</b> City <b>Memphis</b> State <b>TN</b> Zip <b>38120</b>	Treasurer Name <b>Brian L. Rupiper</b> Street Address <b>860 Ridge Lake Blvd.</b> City <b>Memphis</b> State <b>TN</b> Zip <b>38120</b>

**9. NAMES AND ADDRESSES OF THE DIRECTORS (\*X\* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS**

Director Name <b>Scott J. Cromie</b> Street Address <b>860 Ridge Lake Blvd.</b> City <b>Memphis</b> State <b>TN</b> Zip <b>38120</b>	Director Name <b>Richard A. Ascolese</b> Street Address <b>860 Ridge Lake Blvd.</b> City <b>Memphis</b> State <b>TN</b> Zip <b>38120</b>
Director Name <b>Ernest J. Mrozek</b> Street Address <b>860 Ridge Lake Blvd.</b> City <b>Memphis</b> State <b>TN</b> Zip <b>38120</b>	

**10. SHARES AUTHORIZED (\*X\* BOX FOR ATTACHMENT)**

AUTHORIZED SHARES	Class/Series	Par Value
1,000	COMM	\$.01 PAR VALUE

**11. SHARES ISSUED (\*X\* BOX FOR ATTACHMENT)**

ISSUED SHARES	Class/Series	Par Value
1000	common	.01

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



\* 2 0 0 6 7 \*

File Date: 2-11-02  
 Check No.: 263910  
 By: [Signature]

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

[Signature] 1/25/2002  
 Signature of Officer Date

**Mark F. Lightfoot**  
 Print or Type Name of Officer

**Secretary**  
 Title of Officer



**PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2001**

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **20067** 2. Name of Corporation **AMERICAN HOME SHIELD CORPORATION**

3. Street Address Principal Business Office **860 Ridge Lake Blvd.** City **Memphis** State **TN** Zip **38120**

4. Business Phone No. **(901) 537.8026** 5. State of Incorporation **DELAWARE** 6. SIC Code **8888**

7. Brief Description of the Character of Business Conducted in Rhode Island  
**Home Warranty Sales and Services**

**8. NAMES AND ADDRESSES OF THE OFFICERS (\*X\* BOX FOR ATTACHMENT)  FILL IN SPACES BEFORE USING ATTACHMENTS**

President Name	Scott J. Cromie	Vice President Name	David J. Crawford
Street Address	860 Ridge Lake Blvd.	Street Address	860 Ridge Lake Blvd.
City	Memphis TN 38120	City	Memphis TN 38120
Secretary Name	Mark F. Lightfoot	Treasurer Name	Young W. Lee
Street Address	860 Ridge Lake Blvd.	Street Address	131A Stony Circle #100
City	Memphis TN 38120	City	Santa Rosa CA 95401

**9. NAMES AND ADDRESSES OF THE DIRECTORS (\*X\* BOX FOR ATTACHMENT)  FILL IN SPACES BEFORE USING ATTACHMENTS**

Director Name	Scott J. Cromie	Director Name	Richard A. Ascolese
Street Address	860 Ridge Lake Blvd.	Street Address	860 Ridge Lake Blvd.
City	Memphis TN 38120	City	Memphis TN 38120
Director Name	Ernest J. Mrozek	Director Name	
Street Address	860 Ridge Lake Blvd.	Street Address	
City	Memphis TN 38120	City	

**10. SHARES AUTHORIZED (\*X\* BOX FOR ATTACHMENT)**

Number of Shares	Class/Series	Par Value
1,000	common	.01

**11. SHARES ISSUED (\*X\* BOX FOR ATTACHMENT)**

Number of Shares	Class/Series	Par Value
1,000	common	.01

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee.



\* 2 0 0 6 7 \*

File Date: 5/5  
238218  
Check No.: \_\_\_\_\_  
By: [Signature]

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

[Signature] 1/17/01  
Signature of Officer Date  
**Mark F. Lightfoot**  
Print or Type Name of Officer  
**Secretary**  
Title of Officer

## AMERICAN HOME SHIELD CORPORATION

### DIRECTORS

Scott J. Cromie  
860 Ridge Lake Blvd.  
Memphis, TN 38120

Richard A. Ascolese  
860 Ridge Lake Blvd.  
Memphis, TN 38120

Ernest J. Mrozek  
860 Ridge Lake Blvd.  
Memphis, TN 38120

### OFFICERS

Scott J. Cromie  
President & COO  
860 Ridge Lake Blvd.  
Memphis, TN 38120

David J. Crawford  
Senior Vice President  
860 Ridge Lake Blvd.  
Memphis, TN 38120

Richard A. Ascolese  
Executive Vice President & Asst. Secretary  
860 Ridge Lake Blvd.  
Memphis, TN 38120

Mark F. Lightfoot  
Vice President, General  
Counsel and Secretary  
860 Ridge Lake Blvd.  
Memphis, TN 38120

Young W. Lee  
Vice President and Treasurer  
131A Stony Circle #100  
Santa Rosa, CA 95401

Lawrence L. Mariano, III  
Vice President  
860 Ridge Lake Blvd.  
Memphis, TN 38120

Ernest J. Mrozek  
Vice President  
860 Ridge Lake Blvd.  
Memphis, TN 38120



**PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2000**  
Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **20067** 2. Name of Corporation **AMERICAN HOME SHIELD CORPORATION**  
3. Street Address Principal Business Office **860 Ridge Lake Blvd.** City **Memphis** State **TN** Zip **38120**  
4. Business Phone No. **901-537-8026** 5. State of Incorporation **DELAWARE** 6. SIC Code **0000**  
7. Brief Description of the Character of Business Conducted in Rhode Island **Home Warranty Sales and Service**

8. NAMES AND ADDRESSES OF THE OFFICERS (\*X\* BOX FOR ATTACHMENT) **FILL IN SPACES BEFORE USING ATTACHMENTS**  
President Name **Scott J. Cromie** Vice President Name **Richard A. Ascolese**  
Street Address **860 Ridge Lake Blvd.** Street Address **860 Ridge Lake Blvd.**  
City **Memphis** State **TN** Zip **38120** City **Memphis** State **TN** Zip **38120**  
Secretary Name **Mark F. Lightfoot** Treasurer Name **Young W. Lee**  
Street Address **860 Ridge Lake Blvd.** Street Address **131A Stony Circle #100**  
City **Memphis** State **TN** Zip **38120** City **Santa Rosa** State **CA** Zip **95401**

9. NAMES AND ADDRESSES OF THE DIRECTORS (\*X\* BOX FOR ATTACHMENT) **FILL IN SPACES BEFORE USING ATTACHMENTS**  
Director Name **C. William Pollard** Director Name **Carlos H. Cantu**  
Street Address **One ServiceMaster Way** Street Address **One ServiceMaster Way**  
City **Downers Grove** State **IL** Zip **60515** City **Downers Grove** State **IL** Zip **60515**  
Director Name **Ernest J. Mrozek**  
Street Address **860 Ridge Lake Blvd.**  
City **Memphis** State **TN** Zip **38120**

10. SHARES AUTHORIZED (\*X\* BOX FOR ATTACHMENT) 11. SHARES ISSUED (\*X\* BOX FOR ATTACHMENT)  
AUTHORIZED SHARES ISSUED SHARES  
Number of Shares Class/Series Par Value Number of Shares Class/Series Par Value  
1000 common .01 1000 common .01

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



File Date: 2/28/00  
Check No.: 215020  
By: RD

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.  
Mark F. Lightfoot  
Signature of Officer Date  
Mark F. Lightfoot  
Print or Type Name of Officer  
Vice President & Secretary  
Title of Officer

**AMERICAN HOME SHIELD CORPORATION**

**DIRECTORS**

C. William Pollard  
One ServiceMaster Way  
Downers Grove, IL 60515

Carlos H. Cantu  
One ServiceMaster Way  
Downers Grove, IL 60515

Ernest J. Mrozek  
860 Ridge Lake Blvd.  
Memphis, TN 38120

**OFFICERS**

Scott J. Cromie  
President  
860 Ridge Lake Blvd.  
Memphis, TN 38120

David J. Crawford  
Senior Vice President  
860 Ridge Lake Blvd.  
Memphis, TN 38120

Richard A. Ascolese  
Executive Vice President & Asst. Secretary  
860 Ridge Lake Blvd.  
Memphis, TN 38120

Mark F. Lightfoot  
Vice President, General  
Counsel and Secretary  
860 Ridge Lake Blvd.  
Memphis, TN 38120

Young W. Lee  
Vice President and Treasurer  
131A Stony Circle #100  
Santa Rosa, CA 95401

Lawrence L. Mariano, III  
Vice President  
860 Ridge Lake Blvd.  
Memphis, TN 38120

Ernest J. Mrozek  
Vice President  
860 Ridge Lake Blvd.  
Memphis, TN 38120



**PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 1999**

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. <b>20067</b>		2. Name of Corporation <b>AMERICAN HOME SHIELD CORPORATION</b>			
3. Street Address Principal Business Office <b>860 Ridge Lake Blvd.</b>		City <b>Memphis</b>	State <b>TN</b>		
4. Business Phone No. <b>901/766-1291</b>		5. State of Incorporation <b>DELAWARE</b>			
7. Brief Description of the Character of Business Conducted in Rhode Island <b>home warranty sales and service</b>		6. SIC Code <b>0000</b>			
8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT) <input checked="" type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
President Name <b>Scott J. Cromie</b>		Vice President Name <b>Richard A. Ascolese</b>			
Street Address <b>860 Ridge Lake Blvd.</b>		Street Address <b>860 Ridge Lake Blvd.</b>			
City <b>Memphis</b>	State <b>TN</b>	City <b>Memphis</b>	State <b>TN</b>		
Zip <b>38120</b>		Zip <b>38120</b>			
Secretary Name <b>Mark F. Lightfoot</b>		Treasurer Name <b>Young W. Lee</b>			
Street Address <b>860 Ridge Lake Blvd.</b>		Street Address <b>131A Stony-Circle #100</b>			
City <b>Memphis</b>	State <b>TN</b>	City <b>Santa Rosa</b>	State <b>CA</b>		
Zip <b>38120</b>		Zip <b>95401</b>			
9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
Director Name <b>C. William Pollard</b>		Director Name <b>Carlos H. Cantu</b>			
Street Address <b>One ServiceMaster Way</b>		Street Address <b>One ServiceMaster Way</b>			
City <b>Downers Grove</b>	State <b>IL</b>	City <b>Downers Grove</b>	State <b>IL</b>		
Zip <b>60515</b>		Zip <b>60515</b>			
Director Name <b>Ernest J. Mrozek</b>		Director Name <b></b>			
Street Address <b>860 Ridge Lake Blvd.</b>		Street Address <b></b>			
City <b>Memphis</b>	State <b>TN</b>	City <b></b>	State <b></b>		
Zip <b>38120</b>		Zip <b></b>			
10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT) <input type="checkbox"/>		11. SHARES ISSUED (*X* BOX FOR ATTACHMENT) <input type="checkbox"/>			
AUTHORIZED SHARES			ISSUED SHARES		
Number of Shares	Class/Series	Par Value	Number of Shares	Class/Series	Par Value
<b>1000</b>	<b>common</b>	<b>.01</b>	<b>1000</b>	<b>common</b>	<b>.01</b>

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



File Date: Feb 5, 99  
Check No.: 189244  
By: J.D.

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer: [Signature] Date: 2-2-99  
Print or Type Name of Officer: Mark F. Lightfoot  
Title of Officer: Vice President & Secretary

AMERICAN HOME SHIELD CORPORATION

Annual Meeting Date  
~~1-15-98 MHC~~

1-4-99

DIRECTORS

C. William Pollard  
One ServiceMaster Way  
Downers Grove, IL 60515

Carlos H. Cantu  
One ServiceMaster Way  
Downers Grove, IL 60515

Ernest J. Mrozek  
860 Ridge Lake Blvd.  
Memphis, TN 38120

OFFICERS

Scott J. Cromie  
President  
860 Ridge Lake Blvd.  
Memphis, TN 38120

Dave Crawford  
Vice President  
860 Ridge Lake Blvd.  
Memphis, TN 38120

Richard A. Ascolese  
Executive Vice President  
860 Ridge Lake Blvd.  
Memphis, TN 38120

Mark F. Lightfoot  
Vice President, General  
Counsel and Secretary  
860 Ridge Lake Blvd.  
Memphis, TN 38120

Young W. Lee  
Vice President and Treasurer  
131A Stony Circle #100  
Santa Rosa, CA 95401

Ernest J. Mrozek  
Vice President  
860 Ridge Lake Blvd.  
Memphis, TN 38120

Thomas W. Scherer  
Vice President  
860 Ridge Lake Blvd.  
Memphis, TN 38120

**PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 1998**  
Filing Period: January 1-March 1 • Filing Fee: \$50.00



(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **20087** 2. Name of Corporation **AMERICAN HOME SHIELD CORPORATION**

3. Street Address Principal Business Office **860 Ridge Lake Blvd.** City **Memphis** State **TN** Zip **38120**  
4. Business Phone No. **901/766-1291** 5. State of Incorporation **DELAWARE** 6. SIC Code **8888**

7. Brief Description of the Character of Business Conducted in Rhode Island  
**home warranty sales and service**

8. NAMES AND ADDRESSES OF THE OFFICERS (\*X\* BOX FOR ATTACHMENT)

President Name <b>Scott J. Cromie</b> Street Address <b>860 Ridge Lake Blvd.</b> City <b>Memphis</b> State <b>TN</b> Zip <b>38120</b>	Vice President Name <b>Richard A. Ascolese</b> Street Address <b>860 Ridge Lake Blvd.</b> City <b>Memphis</b> State <b>TN</b> Zip <b>38120</b>
Secretary Name <b>Mark F. Lightfoot</b> Street Address <b>860 Ridge Lake Blvd.</b> City <b>Memphis</b> State <b>TN</b> Zip <b>38120</b>	Treasurer Name <b>Young W. Lee</b> Street Address <b>131A Stony Circle #100</b> City <b>Santa Rosa</b> State <b>CA</b> Zip <b>95401</b>

9. NAMES AND ADDRESSES OF THE DIRECTORS (\*X\* BOX FOR ATTACHMENT)

Director Name <b>C. William Pollard</b> Street Address <b>One ServiceMaster Way</b> City <b>Downers Grove</b> State <b>IL</b> Zip <b>60515</b>	Director Name <b>Carlos H. Cantu</b> Street Address <b>One ServiceMaster Way</b> City <b>Downers Grove</b> State <b>IL</b> Zip <b>60515</b>
Director Name <b>Ernest J. Mrozek</b> Street Address <b>860 Ridge Lake Blvd.</b> City <b>Memphis</b> State <b>TN</b> Zip <b>38120</b>	

10. SHARES AUTHORIZED (\*X\* BOX FOR ATTACHMENT)

Number of Shares	Class/Series	Par Value
1000	COMMON	.01

11. SHARES ISSUED (\*X\* BOX FOR ATTACHMENT)

Number of Shares	Class/Series	Par Value
1000	COMMON	.01

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



File Date: 2-18-98  
Check No.: 93075  
By: VP

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.  
Signature of Officer: [Signature] Date: 2-6-98  
Print or Type Name of Officer: Mark F. Lightfoot  
Title of Officer: Vice President & Secretary

AMERICAN HOME SHIELD CORPORATION

DIRECTORS

C. William Pollard  
One ServiceMaster Way  
Downers Grove, IL 60515

Carlos H. Cantu  
One ServiceMaster Way  
Downers Grove, IL 60515

Ernest J. Mrozek  
860 Ridge Lake Blvd.  
Memphis, TN 38120

OFFICERS

Scott J. Cromie  
President  
860 Ridge Lake Blvd.  
Memphis, TN 38120

Dave Crawford  
Vice President  
860 Ridge Lake Blvd.  
Memphis, TN 38120

Richard A. Ascolese  
Executive Vice President  
860 Ridge Lake Blvd.  
Memphis, TN 38120

Mark F. Lightfoot  
Vice President, General  
Counsel and Secretary  
860 Ridge Lake Blvd.  
Memphis, TN 38120

Young W. Lee  
Vice President and Treasurer  
131A Stony Circle #100  
Santa Rosa, CA 95401

Ernest J. Mrozek  
Vice President  
860 Ridge Lake Blvd.  
Memphis, TN 38120

Thomas W. Scherer  
Vice President  
860 Ridge Lake Blvd.  
Memphis, TN 38120



**PROFIT CORPORATION ANNUAL REPORT 1997**

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. 0020067  
 2. Name of Corporation American Home Shield Corporation  
 3. Street Address Principal Business Office 860 Ridge Lake Blvd. Memphis TN 38120  
 4. Business Phone No. 901/766-1291  
 5. State of Incorporation Delaware  
 6. SIC Code 8888

7. Brief Description of the Character of Business Conducted in Rhode Island  
 sales and service of home maintenance and repair warranty plans

8. NAMES AND ADDRESSES OF THE OFFICERS (\*X\* BOX FOR ATTACHMENT)

President Name Scott J. Cromie Street Address 860 Ridge Lake Blvd. City State Zip Memphis TN 38120	Vice President Name Richard A. Ascolese Street Address 860 Ridge Lake Blvd. City State Zip Memphis TN 38120
Secretary Name Mark F. Lightfoot Street Address 860 Ridge Lake Blvd. City State Zip Memphis TN 38120	Treasurer Name Young W. Lee Street Address 131A Stony Circle #100 City State Zip Santa Rosa CA 95401

9. NAMES AND ADDRESSES OF THE DIRECTORS (\*X\* BOX FOR ATTACHMENT)

Director Name C. William Pollard Street Address One ServiceMaster Way City State Zip Downers Grove IL 60515	Director Name Carlos H. Cantu Street Address One ServiceMaster Way City State Zip Downers Grove IL 60515
Director Name Ernest J. Mrozek Street Address 860 Ridge Lake Blvd. City State Zip Memphis TN 38120	

10. SHARES AUTHORIZED AND ISSUED (\*X\* BOX FOR ATTACHMENT)

AUTHORIZED SHARES			ISSUED SHARES		
Number of Shares	Class/Series	Par Value	Number of Shares	Class/Series	Par Value
1000	common	.01	1000	common	.01

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee

File Date: 8.1.97  
 Check No.: 807043  
 By: [Signature]

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

[Signature]  
 Signature of Officer Date  
 Mark F. Lightfoot  
 Print or Type Name of Officer  
 Vice President & Secretary  
 Title of Officer

# PROFIT CORPORATION ANNUAL REPORT

## 1996



State of Rhode Island and Providence Plantations  
James R. Langevin, Secretary of State  
Corporations Division  
100 North Main Street  
Providence, Rhode Island 02903-1335 • (401) 277-3040

Filing Period: January 1-March 1  
Filing Fee: \$50.00

PLEASE TYPE OR PRINT IN BLACK INK.

1. CORPORATE ID NO. 20067		2. NAME OF CORPORATION AMERICAN HOME SHIELD CORPORATION	
3. STREET ADDRESS PRINCIPAL BUSINESS OFFICE 860 Ridge Lake Blvd.		CITY Memphis	STATE TN
4. BUSINESS PHONE NO. 901/766-1291		5. STATE OF INCORPORATION DELAWARE	6. SIC CODE 8888
7. BRIEF DESCRIPTION OF THE CHARACTER OF BUSINESS CONDUCTED IN RHODE ISLAND sales and service of home maintenance and repair warranty plans			

8. NAMES AND ADDRESSES OF THE OFFICERS			
PRESIDENT NAME Breck W. Swanquist		VICE PRESIDENT NAME Scott-J. Cromie	
STREET ADDRESS 860 Ridge Lake Blvd.		STREET ADDRESS 860 Ridge Lake Blvd.	
CITY Memphis	STATE TN	CITY Memphis	STATE TN
ZIP CODE 38120		ZIP CODE 38120	
SECRETARY NAME Mark F. Lightfoot		TREASURER NAME Young W. Lee	
STREET ADDRESS 860 Ridge Lake Blvd.		STREET ADDRESS 131B Stony Circle #1500	
CITY Memphis	STATE TN	CITY Santa Rosa	STATE CA
ZIP CODE 38120		ZIP CODE 95403	

9. NAMES AND ADDRESSES OF THE DIRECTORS			
DIRECTOR NAME C. William Pollard		DIRECTOR NAME Carlos H. Cantu	
STREET ADDRESS One ServiceMaster Way		STREET ADDRESS One ServiceMaster Way	
CITY Downers Grove	STATE IL	CITY Downers Grove	STATE IL
ZIP CODE 60515		ZIP CODE 60515	
DIRECTOR NAME Robert F. Keith		DIRECTOR NAME	
STREET ADDRESS 860 Ridge Lake Blvd.		STREET ADDRESS	
CITY Memphis	STATE TN	CITY	STATE
ZIP CODE 38120		ZIP CODE	

10. SHARES AUTHORIZED AND ISSUED					
AUTHORIZED SHARES			ISSUED SHARES		
NUMBER OF SHARES	CLASS / SERIES	PAR VALUE	NUMBER OF SHARES	CLASS / SERIES	PAR VALUE
1000	common	.01	1000	common	.01

This report must be **SIGNED IN INK** by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

File Date: 1/29/96  
Check No: 50216  
By: *[Signature]*  
For Secretary of State Use Only

*[Signature]*  
Signature of Officer  
Mark F. Lightfoot  
Print or Type Name of Officer  
Vice President & Secretary  
Title of Officer  
1-26-96  
Date



**ANNUAL REPORT**

Please Type or Print  
 File Annually Jan. 1 - March 1  
 Filing Fee \$50.00  
 Make Checks Payable to: Secretary of State

**ALL ENTRIES MUST BE COMPLETED IN FULL OR THE FORM WILL BE RETURNED.**

0020057

1995

Corporate ID: \_\_\_\_\_ Annual Report for the year: \_\_\_\_\_

AMERICAN HOME SHIELD CORPORATION

Name of Corporation: \_\_\_\_\_

Business entity organized under the laws of the State of: DE

Business Entity is (check one):

For foreign entity, address and telephone number of principal office:

Business Corporation (See RIGL Chapter 7-1.1)

860 Ridge Lake Blvd.

Professional Service Corporation (See RIGL Chapter 7-5.1)

Memphis, TN 38120

Phone: (901) 537-8000

Brief statement of the character of business conducted in Rhode Island:  
 sales and service of home maintenance  
 and repair warranty plans

Address and telephone of the principal office of business entity in Rhode

Island (Provide street address - Not P.O. Box):

123 Dyer Street

Providence, RI 02903

Phone: ( )

**THE NAMES OF THE OFFICERS ARE:**

PRESIDENT	STREET ADDRESS	CITY/STATE	ZIP CODE
(see attached)			
VICE PRESIDENT	STREET ADDRESS	CITY/STATE	ZIP CODE
SECRETARY	STREET ADDRESS	CITY/STATE	ZIP CODE
TREASURER	STREET ADDRESS	CITY/STATE	ZIP CODE

**THE NAMES OF THE DIRECTORS ARE:**

NAME	STREET ADDRESS	CITY/STATE	ZIP CODE
(see attached)			
NAME	STREET ADDRESS	CITY/STATE	ZIP CODE
NAME	STREET ADDRESS	CITY/STATE	ZIP CODE

NUMBER OF SHARES AUTHORIZED (Rider may be attached)		NUMBER OF SHARES ISSUED AND OUTSTANDING (Rider may be attached)	
Number of Shares	Class / Series	Number of Shares	Class / Series
1000	common	1000	common

FILED  
 FEB 06 1995  
 BY: [Signature]

Date: 2-1, 1995 By: [Signature]

Mark F. Lightfoot  
 VICE PRESIDENT & SECRETARY  
 TITLE OF OFFICER SIGNING

Form 31 1/95

**DESIGNATED REGISTERED AGENT FOR SERVICE OF PROCESS:**

PLEASE NOTE: If the registered office and/or registered agent indicated below is incorrect, Form 9 must be filed.

CT CORPORATION SYSTEM  
 123 DYER STREET  
 PROVIDENCE RI 02903

1/1/95

AMERICAN HOME SHIELD CORPORATION

DIRECTORS

C. William Pollard  
One ServiceMaster Way  
Downers Grove, IL 60515

Carlos H. Cantu  
One ServiceMaster Way  
Downers Grove, IL 60515

Robert F. Keith  
860 Ridge Lake Blvd.  
Memphis, TN 38120

OFFICERS

Breck W. Swanquist  
President  
860 Ridge Lake Blvd.  
Memphis, TN 38120

Scott J. Cromie  
Senior Vice President  
860 Ridge Lake Blvd.  
Memphis, TN 38120

Richard A. Ascolese  
Executive Vice President  
860 Ridge Lake Blvd.  
Memphis, TN 38120

Young W. Lee  
Vice President and Treasurer  
131B Stony Circle #1500  
Santa Rosa, CA 95403

Mark F. Lightfoot  
Vice President, General Counsel  
and Secretary  
860 Ridge Lake Blvd.  
Memphis, TN 38120

Filing Fee \$50.00  
Payable to:  
Secretary of State

PLEASE TYPE OR PRINT  
State of Rhode Island and Providence Plantations  
Office of The Secretary of State  
100 North Main Street  
Providence, Rhode Island 02903-1335  
401-277-3040

File Annually  
LLC: Sept 1 - Nov. 1  
CORP: Jan 1 - March 1

Corporate ID: 0020067 Annual Report for the year: 1994

Name of Business Entity: AMERICAN HOME SHIELD CORPORATION

Business entity organized under the laws of the State of Delaware

Federal Taxpayer Identification Number: [REDACTED]

For foreign entity, address and telephone number of principal office  
90 South E Street, Ste. 200  
Santa Rosa, CA 95404

Phone: (707) 578-2800

Address and telephone of the principal office of business entity in Rhode Island (Provide street address - Not P.O. Box):  
CT Corporation System  
123 Dyer Street  
Providence, RI 02903

Phone: ( )

Business Entity is (check one)

- Business Corporation (See RIGL Chapter 7-1.1)
- Professional Service Corporation (See RIGL Chapter 7-5.1)
- Limited Liability Company (See RIGL 7-16)

Name, title and mailing address of contact person to whom communications may be directed:  
Rare Steele CPA  
American Home Shield Corp.  
90 South E Street, Ste. 200  
Santa Rosa, CA 95404

Brief statement of the character of business conducted in Rhode Island:  
Sales and service of home maintenance and repair warranty plans

Date of Organization: 8-2-71

Date of Qualification to do business in Rhode Island (if foreign entity):  
6-15-78

THE NAMES OF THE OFFICERS ARE:

OFFICE	NAME	STREET ADDRESS	CITY/STATE	ZIP CODE
<input checked="" type="checkbox"/> PRESIDENT (Check One)	Daniel J. Brinker	90 South E Street, Ste. 200	Santa Rosa, CA	95404
<input checked="" type="checkbox"/> VICE PRESIDENT (Check One)	Richard A. Ascolese	90 South E Street, Ste. 200	Santa Rosa, CA	95404
<input checked="" type="checkbox"/> SECRETARY (Check One)	MARK F. Lightfoot	90 South E Street, Ste. 200	Santa Rosa, CA	95404
<input checked="" type="checkbox"/> TREASURER (Check One)	Young W. Lee	90 South E Street, Ste. 200	Santa Rosa, CA	95404

THE NAMES OF THE DIRECTORS ARE:

NAME	STREET ADDRESS	CITY/STATE	ZIP CODE
C. William Pollard	One Service Master Way	Downers Grove, IL	60515
Carlos H. Cantu	855 Ridge Lake Blvd.	Memphis, TN	38120
Robert F. Keith	855 Ridge Lake Blvd.	Memphis, TN	38120

NUMBER OF SHARES AUTHORIZED (If Applicable)		NUMBER OF SHARES ISSUED AND OUTSTANDING (If Applicable)	
NUMBER	CLASS	NUMBER	CLASS
1,000	Common	1,000	Common
	SERIES		SERIES
	PAR VALUE OR WITHOUT PAR		PAR VALUE OR WITHOUT PAR
	.01		.01

Date: February 18, 1994 By: [Signature]  
Mark F. Lightfoot  
PRINT OR TYPE NAME OF OFFICER SIGNING  
Secretary  
TITLE OF OFFICER SIGNING

Form 31 1/94

DESIGNATED REGISTERED OR RESIDENT AGENT FOR SERVICE OF PROCESS:

PLEASE NOTE: If the Corporation has changed its registered office and/or registered or resident agent, Form 9 or Form LLC 3 must be filed.

CT CORPORATION SYSTEM  
123 DYER STREET  
PROVIDENCE RI 02903

FILED

MAR 01 1994

By: ME59 168322

Filing Fee \$50.00

To be filed annually between  
January 1st and March 1st

# State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION  
100 NORTH MAIN STREET  
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 0020067 Annual Report for the year 1993

FIRST: The name of the corporation is AMERICAN HOME SHIELD CORPORATION

SECOND: It is incorporated under the laws of Delaware

THIRD: Character of business, briefly stated, is Sales and service of home maintenance and repair warranty plans

FOURTH: If foreign corporation, address of its principal office 90 South E Street, Ste. 200, Santa Rosa, CA 95404

FIFTH: Business address in Rhode Island Prentice Hall Corp. System, Ste. 3A 101 Dyer Street, Providence, RI 02903

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
<u>See attached</u>	Director	
	Director	
	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
<u>1,000</u>	<u>Common</u>	<u>48337</u>	<u>.01</u>

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
<u>1,000</u>	<u>Common</u>		<u>.01</u>

Rec'd & Filed **MAR 01 1993**

Dated February 15 1993 American Home Shield Corporation  
(Name of Corporation)

By [Signature]  
Title Secretary

(Signature of officer)

REVISED  
9/30/92

DIRECTORS OFFICERS AND COMMITTEES  
OF  
AMERICAN HOME SHIELD CORPORATION  
September 1, 1992

DIRECTORS (One vacancy exists on Board)

Daniel J. Brinker  
Carlos H. Cantu  
Robert D. Erickson  
Kenneth N. Hansen  
Herbert P. Hess  
Robert F. Keith  
Gunther H. Knoedler  
Vincent C. Nelson  
C. William Pollard  
Vernon T. Squires  
Perry D. Woodward

EXECUTIVE OFFICERS

TITLE

C. William Pollard	Chairman of the Board of Directors
Carlos H. Cantu	Vice Chairman of the Board and Chief Executive Officer
Daniel J. Brinker	President and Chief Operating Officer
Charles E. Mache	Executive Vice President - Sales and Marketing
Mark F. Lightfoot	Vice President, General Counsel and Secretary
Young W. Lee	Treasurer
Robert F. Keith	Vice President and Chief Financial Officer
Vernon T. Squires	Vice President and Assistant Secretary
Richard A. Ascolese	Executive Vice President - Operations

**ADDITIONAL OFFICERS**

**TITLE**

Scott J. Cromie	Vice President - Accounting
Kenneth D. Durrett	Controller
Allen M. Krakower	Vice President - Information Services
James C. Wassell	Vice President - Service (effective 2/1/92)

**COMMITTEES OF THE BOARD OF DIRECTORS**

**Executive Committee**

C. William Pollard (Chairman)  
Carlos H. Cantu  
Daniel J. Brinker  
Robert F. Keith  
Vernon T. Squires

**Audit Committee (ServiceMaster Limited Partnership):**

Perry D. Woodward (Chairman)  
Vincent C. Nelson  
Jim McLennon

**CPR Committee (Chairman not yet designated):**

Herbert P. Hess  
Gunther H. Knoedler  
Perry D. Woodward

**Investment Advisory Committee (ServiceMaster and its subsidiaries, including AHSC):**

C. William Pollard (Chairman)  
Carlos H. Cantu  
Herbert P. Hess  
Vincent C. Nelson  
Robert F. Keith

EAA:sdo

DEO.ANS

**AMERICAN HOME SHIELD CORPORATION  
BOARD OF DIRECTORS -  
ADDRESSES AND TELEPHONE NUMBERS**

Kenneth N. Hansen  
2661 Tallent Road, #620  
Santa Barbara, CA 93105  
(805) 563-0903

Herbert P. Hess  
597 Main Street  
Hingham, MA 02043  
(617) 749-3012

Vincent C. Nelson  
421 Bolla Place  
Alamo, CA 94507

Business Address:

Vincent C. Nelson  
Tracol Co.  
1700 North Broadway, Ste. 310  
Walnut Creek, CA 94596  
Vince Nelson wants all board materials sent to his office address  
above  
(415) 933-5559  
(415) 944-5642 FAX

C. William Pollard  
SERVICEMASTER LIMITED PARTNERSHIP  
One ServiceMaster Way  
Downers Grove, IL 60515  
(708) 964-1300

Vernon T. Squires, Esq.  
SERVICEMASTER LIMITED PARTNERSHIP  
One ServiceMaster Way  
Downers Grove, IL 60515  
(708) 964-1300

Robert D. Erickson  
SERVICEMASTER LIMITED PARTNERSHIP  
One ServiceMaster Way  
Downers Grove, IL 60515  
(708) 964-1300

Robert F. Keith  
SERVICEMASTER LIMITED PARTNERSHIP  
One ServiceMaster Way  
Downers Grove IL 60515  
(708) 964-1300

AMERICAN HOME SHIELD CORPORATION  
BOARD OF DIRECTORS -  
ADDRESSES AND TELEPHONE NUMBERS  
Page Two

Carlos H. Cantu (Secretary: Wanda Butler)  
The Terminix International Company L.P.  
855 Ridge Lake Boulevard  
Memphis, TN 38120  
(901) 766-1150  
(901) 766-1107 FAX

Gunther H. Knoedler  
1471 Belleau Woods Court  
Wheaton, IL 60187  
(708) 653-6605

Perry D. Woodward  
1455 Briar Cove  
Wheaton, IL 60187  
(708) 653-2689

Daniel J. Brinker  
American Home Shield Corporation  
90 South E Street, Suite 200  
Santa Rosa, CA 95404  
(707) 578-2800  
(707) 578-2852 FAX

EAA:sdo  
9/28/92

Filing Fee \$50.00

To be filed annually between  
January 1st and March 1st

# State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION  
100 NORTH MAIN STREET  
PROVIDENCE, RHODE ISLAND 02903

*pdf*

Corporate ID.....00200E7..... Annual Report for the year.....1992.....

FIRST: The name of the corporation is.....AMERICAN HOME SHIELD CORPORATION.....

SECOND: It is incorporated under the laws of.....Delaware.....

THIRD: Character of business, briefly stated, is.....Sales and Service of home  
maintenance and repair warranty plans.....

FOURTH: If foreign corporation, address of its principal office.....90 South E St., Ste. 200,  
Santa Rosa CA 95404.....

FIFTH: Business address in Rhode Island.....Prentice Hall Corp System, Ste 3A,  
101 Dyer Street, Providence, RI 02903.....

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
See Attached	Director	
	Director	
	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

SEVENTH: Number of Shares authorized:

No of Shares	Class	Series	Par Value or statement that shares are without par value
1,000	Common	SP1251740	.01

Rec'd & Filed FEB 25 1992

EIGHTH: Number of Shares issued:

No of Shares	Class	Series	Par Value or statement that shares are without par value
1,000	Common		.01

Dated.....2/21..... 19 92.....

American Home Shield Corporation  
(Name of Corporation)

By *Mary N [Signature]*

Title.....Treasurer.....

(Report must be signed by an officer)

# AMERICAN HOME SHIELD CORPORATION

## BOARD OF DIRECTORS

	<u>BUSINESS ADDRESS</u>	<u>HOME ADDRESS</u>
ALAN FURTH	90 SOUTH E. ST., SUITE 200 SANTA ROSA, CA 95404	244 LAKESIDE DRIVE OAKLAND, CA 94612
JOHN C. BRATTON	90 SOUTH E. ST., SUITE 200 SANTA ROSA, CA 95404	4442 KAHALA AVENUE HONOLULU, HI 96816
WILLIAM E. MCKENNA	90 SOUTH E. ST., SUITE 200 SANTA ROSA, CA 95404	912 OXFORD WAY BEVERLY HILLS, CA 90210
DANIEL J. BRINKER	90 SOUTH E. ST., SUITE 200 SANTA ROSA, CA 95404	5251 BEAUMONT WAY SANTA ROSA, CA 95409
C. WILLIAM POLLARD	ONE SERVICEMASTER WAY DOWNERS GROVE, IL 60515	1116 STODDARD WHEATON, IL 60187
VERNON T. SQUIRES	ONE SERVICEMASTER WAY DOWNERS GROVE, IL 60515	1315 ASHLAND WILMETTE, IL 60091
ROBERT F. KEITH	ONE SERVICEMASTER WAY DOWNERS GROVE, IL 60515	904 GAMON WHEATON, IL 60187
CARLOS H. CANTU	855 RIDGE LAKE BLVD. MEMPHIS, TN 38119	2255 JOHNSON ROAD GERMANTOWN, TN 38138
ROBERT D. ERICKSON	ONE SERVICEMASTER WAY DOWNERS GROVE, IL 60515	526 N. WASHINGTON ST. HINSDALE, IL 60521
KENNETH N. HANSEN	ONE SERVICEMASTER WAY DOWNERS GROVE, IL 60515	2661 TALLANT RD. 620 SANTA BARBARA, CA 93105
VINCENT C. NELSON	ONE SERVICEMASTER WAY DOWNERS GROVE, IL 60515	421 BOLLA PLACE ALAMO, CA 94507
HERBERT P. HESS	ONE SERVICEMASTER WAY DOWNERS GROVE, IL 60515	597 MAIN ST. HINGHAM, MA 02043

## OFFICERS

### BUSINESS ADDRESS

### HOME ADDRESS

#### EXECUTIVE OFFICERS

C. WILLIAM POLLARD CHAIRMAN OF THE BOARD	ONE SERVICEMASTER WAY DOWNERS GROVE, IL 60515	1116 STODDARD WHEATON, IL 60187
DANIEL J. BRINKER PRESIDENT AND CHIEF OPERATING OFFICER	90 SOUTH E. ST., SUITE 200 SANTA ROSA, CA 95404	5251 BEAUMONT WAY SANTA ROSA, CA 95409
CHARLES E. MACHE EXECUTIVE VICE PRESIDENT - SALES	90 SOUTH E. ST., SUITE 200 SANTA ROSA, CA 95404	5063 DEERWOOD DRIVE SANTA ROSA, CA 95401
MARK F. LIGHTFOOT VICE PRESIDENT/ GENERAL COUNSEL AND SECRETARY	90 SOUTH E. ST., SUITE 200 SANTA ROSA, CA 95404	3553 DEER PARK COURT SANTA ROSA, CA 95404
YOUNG W. LEE VICE PRESIDENT/ TREASURER	90 SOUTH E. ST., SUITE 200 SANTA ROSA, CA 95404	4676 LOS GATOS COURT SANTA ROSA, CA 95403
ROBERT F. KEITH VICE PRESIDENT AND CHIEF FINANCIAL OFFICER	ONE SERVICEMASTER WAY DOWNERS GROVE, IL 60515	904 GAMON WHEATON, IL 60187
VERNON T. SQUIRES VICE PRESIDENT AND ASSISTANT SECRETARY	ONE SERVICEMASTER WAY DOWNERS GROVE, IL 60515	1316 ASHLAND WILMETTE, IL 60091
CARLOS H. CANTU CHIEF EXECUTIVE OFFICER	855 RIDGE LAKE BLVD. MEMPHIS, TN 38119	2255 JOHNSON ROAD GERMANTOWN, TN 38138
RICHARD A. ASCOLESE VICE PRESIDENT - SERVICE	1524 HIGHWAY 30 EAST CARROLL, IA 51401	605 SWAN DRIVE COPPELL, TX 75019

Filing Fee \$50.00

To be filed annually between  
January 1st and March 1st

# State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION  
100 NORTH MAIN STREET  
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 0020067 Annual Report for the year 1991

FIRST: The name of the corporation is AMERICAN HOME SHIELD CORPORATION

SECOND: It is incorporated under the laws of Delaware

THIRD: Character of business, briefly stated, is Sales and Service of home maintenance and repair warranty plans

FOURTH: If foreign corporation, address of its principal office 90 South E St., Ste 200 Santa Rosa CA 95404

FIFTH: Business address in Rhode Island Prentice Hall Corp. System, Suite 3A, 101 Dyer Street, Providence, RI 02903

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
<u>See Attached</u>	<u>Director</u>	
	<u>Director</u>	
	<u>Director</u>	
	<u>President</u>	
	<u>Vice President</u>	
	<u>Secretary</u>	
	<u>Treasurer</u>	

SEVENTH: Number of Shares authorized:

No. of Shares	Class
<u>1,000</u>	<u>Common</u>

PAID  
MAR 25 1991  
SECY OF STATE

Series	Par Value or statement that shares are without par value
	<u>.01</u>

EIGHTH: Number of Shares issued:

No. of Shares	Class
<u>1,000</u>	<u>Common</u>

Series	Par Value or statement that shares are without par value
<u>[Signature]</u>	<u>.01</u>

Dated 2-15 19 91

American Home Shield Corporation  
(Name of Corporation)

By [Signature]

Title Treasurer

(Report must be signed by an officer)

## OFFICERS

### BUSINESS ADDRESS

### HOME ADDRESS

#### EXECUTIVE OFFICERS

DANIEL J. BRINKER PRESIDENT AND CHIEF OPERATING OFFICER	90 SOUTH E. ST., SUITE 200 SANTA ROSA, CA 95404	5251 BEAUMONT WAY SANTA ROSA, CA 95409
CHARLES E. MACHE EXECUTIVE VICE PRESIDENT - SALES	90 SOUTH E. ST., SUITE 200 SANTA ROSA, CA 95404	5063 DEERWOOD DRIVE SANTA ROSA, CA 95401
MARK F. LIGHTFOOT GENERAL COUNSEL AND SECRETARY	90 SOUTH E. ST., SUITE 200 SANTA ROSA, CA 95404	3553 DEER PARK COURT SANTA ROSA, CA 95404
YOUNG W. LEE TREASURER	90 SOUTH E. ST., SUITE 200 SANTA ROSA, CA 95404	4676 LOS GATOS COURT SANTA ROSA, CA 95403
ROBERT F. KEITH VICE PRESIDENT AND CHIEF FINANCIAL OFFICER	2300 WARRENVILLE ROAD DOWNERS GROVE, IL 60515	904 GAMON WHEATON, IL 60187
VERNON T. SQUIRES VICE PRESIDENT AND ASSISTANT SECRETARY	2300 WARRENVILLE ROAD DOWNERS GROVE, IL 60515	1316 ASHLAND WILMETTE, IL 60091

# AMERICAN HOME SHIELD CORPORATION

## BOARD OF DIRECTORS

	<u>BUSINESS ADDRESS</u>	<u>HOME ADDRESS</u>
ALAN FURTH	90 SOUTH E. ST., SUITE 200 SANTA ROSA, CA 95404	244 LAKESIDE DRIVE OAKLAND, CA 94612
JOHN C. BRATTON	90 SOUTH E. ST., SUITE 200 SANTA ROSA, CA 95404	4442 KAHALA AVENUE HONOLULU, HI 96816
WILLIAM E. MCKENNA	90 SOUTH E. ST., SUITE 200 SANTA ROSA, CA 95404	912 OXFORD WAY BEVERLY HILLS, CA 90210
DANIEL J. BRINKER	90 SOUTH E. ST., SUITE 200 SANTA ROSA, CA 95404	5251 BEAUMONT WAY SANTA ROSA, CA 95409
C. WILLIAM POLLARD	2300 WARRENVILLE ROAD DOWNERS GROVE, IL 60515	1116 STODDARD WHEATON, IL 60187
VERNON T. SQUIRES	2300 WARRENVILLE ROAD DOWNERS GROVE, IL 60515	1315 ASHLAND WILMETTE, IL 60091
ROBERT F. KEITH	2300 WARRENVILLE ROAD DOWNERS GROVE, IL 60515	904 GAMON WHEATON, IL 60187
CARLOS H. CANTU CHAIRMAN OF THE BOARD	855 RIDGE LAKE BLVD. MEMPHIS, TN 38119	2255 JOHNSON ROAD GERMANTOWN, TN 38138
ROBERT D. ERICKSON	2300 WARRENVILLE ROAD DOWNERS GROVE, IL 60515	526 N. WASHINGTON ST. HINSDALE, IL 60521
KENNETH N. HANSEN	2300 WARRENVILLE ROAD DOWNERS GROVE, IL 60515	2661 TALLANT RD. 620 SANTA BARBARA, CA 93105
VINCENT C. NELSON VICE CHAIRMAN	2300 WARRENVILLE ROAD DOWNERS GROVE, IL 60515	421 BOLLA PLACE ALAMO, CA 94507
HERBERT P. HESS	2300 WARRENVILLE ROAD DOWNERS GROVE, IL 60515	597 MAIN ST. HINGHAM, MA 02043

# State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION  
100 NORTH MAIN STREET  
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 0020067 Annual Report for the year 1990

FIRST: The name of the corporation is AMERICAN HOME SHIELD CORPORATION

SECOND: It is incorporated under the laws of Delaware

THIRD: Character of business, briefly stated, is Sales and Service of home maintenance and repair warranty plans

FOURTH: If foreign corporation, address of its principal office 90 South E Street, Suite 200, Santa Rosa CA 95404

FIFTH: Business address in Rhode Island Prentice Hall Corp. System, Suite 3A 101 Dyer Street, Providence, RI 02903

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
<u>See Attached Schedule</u>	<u>Director</u>	
	<u>Director</u>	
	<u>Director</u>	
	<u>President</u>	
	<u>Vice President</u>	
	<u>Secretary</u>	
	<u>Treasurer</u>	

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
<u>1,000</u>	<u>Common</u>		<u>.01</u>

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
<u>1,000</u>	<u>Common</u>		<u>.01</u>

**PAID**  
FEB 27 1990  
SECY. OF STATE

Dated February 20 19 90

American Home Shield Corporation  
(Name of Corporation)

By [Signature]

Title Treasurer

(Report must be signed by an officer)

## OFFICERS

	<u>Business Address</u>	<u>Home Address</u>
Lynn J. Brinker Chairman of the Board, President and Chief Executive Officer	90 South E. St., Suite 200 Santa Rosa, CA 95404	2500 Amber Lane Santa Rosa, CA 95404
Daniel J. Brinker Executive Vice President and Chief Operating Officer	90 South E. St., Suite 200 Santa Rosa, CA 95404	5251 Beaumont Way Santa Rosa, CA 95409
Charles E. Mache Vice President - Sales	90 South E. St., Suite 200 Santa Rosa, CA 95404	5063 Deerwood Drive Santa Rosa, CA 95401
Mark F. Lighthfoot General Counsel and Secretary	90 South E. St., Suite 200 Santa Rosa, CA 95404	3553 Deer Park Court Santa Rosa, CA 95404
Young W. Lee Treasurer	90 South E. St., Suite 200 Santa Rosa, CA 95404	4676 Los Gatos Court Santa Rosa, CA 95403
Carlos H. Cantu Vice Chairman	855 Ridge Lake Blvd. Memphis, TN 38119	2255 Johnson Road Germantown, TN 38138
Robert F. Keith Vice President and Chief Financial Officer	2300 Warrenville Road Downers Grove, IL 60515	904 Gamon Wheaton, IL 60187
Vernon T. Squires Vice President and Assistant Secretary	2300 Warrenville Road Downers Grove, IL 60515	1316 Ashland Wilmette, IL 60091

AMERICAN HOME SHIELD CORPORATION

BOARD OF DIRECTORS

	<u>Business Address</u>	<u>Home Address</u>
Lynn J. Brinker	90 South E. St., Suite 200 Santa Rosa, CA 95404	2500 Amber Lane Santa Rosa, CA 95404
Alan Furth	90 South E. St., Suite 200 Santa Rosa, CA 95404	244 Lakeside Drive Oakland, CA 94612
John C. Bratton	90 South E. St., Suite 200 Santa Rosa, CA 95404	4442 Kahala Avenue Honolulu, HI 96816
William E. McKenna	90 South E. St., Suite 200 Santa Rosa, CA 95404	912 Oxford Way Beverly Hills, CA 90210
Daniel J. Brinker	90 South E. St., Suite 200 Santa Rosa, CA 95404	5251 Beaumont Way Santa Rosa, CA 95409
C. William Pollard	2300 Warrenville Road Downers Grove, IL 60515	1116 Stoddard Wheaton, IL 60187
Vernon T. Squires	2300 Warrenville Road Downers Grove, IL 60515	1316 Ashland Wilmette, IL 60091
Robert F. Keith	2300 Warrenville Road Downers Grove, IL 60515	904 Gamon Wheaton, IL 60187
Carlos H. Cantu	855 Ridge Lake Blvd. Memphis, TN 38119	2255 Johnson Road Germantown, TN 38138
Robert D. Erickson	2300 Warrenville Road Downers Grove, IL 60515	526 N. Washington St. Hinsdale, IL 60521
Kenneth N. Hansen	2300 Warrenville Road Downers Grove, IL 60515	2661 Tallant Rd. #620 Santa Barbara, CA 93105
Vincent C. Nelson	2300 Warrenville Road Downers Grove, IL 60515	421 Bolla Place Alamo, CA 94507

Filing Fee \$15.00

To be filed annually between  
January 1st and March 1st

# State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION  
100 NORTH MAIN STREET  
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 0020067 Annual Report for the year 1989

FIRST: The name of the corporation is AMERICAN HOME SHIELD CORPORATION

SECOND: It is incorporated under the laws of DELAWARE

THIRD: Character of business, briefly stated, is SALES AND SERVICE OF HOME MAINTENANCE AND REPAIR WARRANTY PLANS.

FOURTH: If foreign corporation, address of its principal office 90 SOUTH E. ST., SUITE 200  
SANTA ROSA, CA 95404

FIFTH: Business address in Rhode Island (ADDRESS BELOW)

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
SEE ATTACHED SCHEDULE	Director	
	Director	
	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
15,000,000	COMMON		.04
3,000,000	PREFERRED		WITHOUT PAR VALUE

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
9,632,290	COMMON	PAID	.04
-0-	PREFERRED	REC'D FEB 24 1989	WITHOUT PAR VALUE

Dated FEBRUARY 14, 19 89

AMERICAN HOME SHIELD CORPORATION  
(Name of Corporation)

By

Title TREASURER

(Report must be signed by an officer)

AMERICAN HOME SHIELD CORPORATION

BOARD OF DIRECTORS

	<u>Business Address</u>	<u>Home Address</u>
Lynn J. Brinker	90 South E. St., Suite 200 Santa Rosa, CA 95404	2500 Amber Lane Santa Rosa, CA 95404
Alan Furth	90 South E. St., Suite 200 Santa Rosa, CA 95404	244 Lakeside Drive Oakland, CA 94612
John C. Bratton	90 South E. St., Suite 200 Santa Rosa, CA 95404	4442 Kahala Avenue Honolulu, HI 96816
William E. McKenna	90 South E. St., Suite 200 Santa Rosa, CA 95404	912 Oxford Way Beverly Hills, CA 9021
Daniel J. Brinker	90 South E. St., Suite 200 Santa Rosa, CA 95404	5251 Beaumont Way Santa Rosa, CA 95409

OFFICERS

	<u>Business Address</u>	<u>Home Address</u>
Lynn J. Brinker President and Chief Executive Officer	90 South E. St., Suite 200 Santa Rosa, CA 95404	2500 Amber Lane Santa Rosa, CA 95404
Daniel J. Brinker Executive Vice President and Chief Operating Officer	90 South E. St., Suite 200 Santa Rosa, CA 95404	5251 Beaumont Way Santa Rosa, CA 95409
Charles E. Mache Vice President - Sales	90 South E. St., Suite 200 Santa Rosa, CA 95404	5063 Deerwood Drive Santa Rosa, CA 95401
Mark F. Lighthfoot Secretary	90 South E. St., Suite 200 Santa Rosa, CA 95404	2028 Creekside Road Santa Rosa, CA 95405
Young W. Lee Treasurer	90 South E. St., Suite 200 Santa Rosa, CA 95404	4676 Los Gatos Court Santa Rosa, CA 95403

# State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION  
270 WESTMINSTER MALL  
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 20067 Annual Report for the year 1988

FIRST: The name of the corporation is AMERICAN HOME SHIELD CORPORATION

SECOND: It is incorporated under the laws of Delaware

THIRD: Character of business, briefly stated, is Sales and service of home maintenance  
and repair warranty plans.

FOURTH: If foreign corporation, address of its principal office 90 South E Street, Ste. 200  
Santa Rosa, CA 95404

FIFTH: Business address in Rhode Island (address below)

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name Office Address (including number, street, zip code)

<u>See Attached Schedule</u>	Director	
	Director	
	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
15,000,000	Common		.04
3,000,000	Preferred		Without par value

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
9,567,268	Common		.04
-0-	Preferred		Without par value

PAID  
MAR 21 1988  
SECRETARY OF STATE

Dated March 1 19 88

AMERICAN HOME SHIELD CORPORATION  
(Name of Corporation)

By [Signature]

Title Treasurer

(Report must be signed by an officer)

AMERICAN HOME SHIELD CORPORATION

Board of Directors

Lynn J. Brinker  
Chairman of the Board  
2500 Amber Lane  
Santa Rosa, CA 95404

Alan Furth  
244 Lakeside Drive  
Oakland, CA 94612

John C. Bratton  
4442 Kahala Avenue  
Honolulu, HI 96816

William E. McKenna  
912 Oxford Way  
Beverly Hills, CA 90210

Daniel J. Brinker  
5251 Beaumont Way  
Santa Rosa, CA 95401

Officers

Lynn J. Brinker

President  
Chief Executive Officer

Daniel J. Brinker

Executive Vice President  
Chief Operating Officer

Charles E. Mache  
4810 Burdock Court  
Santa Rosa, CA 95405

Vice President - Sales

Young W. Lee  
4676 Los Gatos Court  
Santa Rosa, CA 95403

Treasurer

Mark F. Lightfoot  
2028 Creekside Road  
Santa Rosa, CA 95405

Secretary

Filing Fee \$15.00

To be filed annually between  
January 1st and March 1st

# State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION  
270 WESTMINSTER MALL  
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 20067 Annual Report for the year 1987

FIRST: The name of the corporation is AMERICAN HOME SHIELD CORPORATION

SECOND: It is incorporated under the laws of DELAWARE

THIRD: Character of business, briefly stated, is Sales and service of home warranty and repair contracts

FOURTH: If foreign corporation, address of its principal office 90 South E Street Suite 200  
Santa Rosa, CA 95404

FIFTH: Business address in Rhode Island (address below)

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
<u>see attached schedule</u>	<u>Director</u>	
	<u>Director</u>	
	<u>Director</u>	
	<u>President</u>	
	<u>Vice President</u>	
	<u>Secretary</u>	
	<u>Treasurer</u>	

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
<u>10,000,000</u>	<u>Common</u>		<u>\$ .04</u>
<u>3,000,000</u>	<u>Preferred</u>		<u>NPV</u>

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
<u>6,823,321</u>	<u>Common</u>		<u>\$ .04</u>
<u>122,682</u>	<u>Preferred</u>		<u>NPV</u>

*[Handwritten Signature]*  
MAY 26 1987

Dated February 25 19 87

American Home Shield Corporation  
(Name of Corporation)

By *[Handwritten Signature]*

Title Chief Operating Officer

(Report must be signed by an officer)

AMERICAN HOME SHIELD CORPORATION

EIN 13-2686654

Incorporated

8-2-71

Board of Directors

Lynn J. Brinker  
(Chairman of the Board)  
2500 Amber Lane  
Santa Rosa, CA 95404

Graham Loving  
330 So. Ocean Boulevard  
Palm Beach, FL 33480

John C. Bratton  
4451 Kahala Avenue  
Honolulu, HI 96816

William E. McKenna  
912 Oxford Way  
Beverly Hills, CA 90210

Officers

Lynn J. Brinker

President  
Chief Executive Officer

Daniel J. Brinker  
5251 Beaumont Way  
Santa Rosa, CA 95401

Executive Vice President  
Secretary-Treasurer  
Chief Operating Officer

William A. Kokorelis  
724 Graham Court  
Danville, CA 94526

Executive Vice President  
Sales & Marketing

Charles E. Mache  
1980 Neotomas Avenue  
Santa Rosa, CA 95405

Vice President - Sales

Young W. Lee  
5424 Marigold Lane  
Santa Rosa, CA 95401

Assistant Treasurer

MAY 06 1987

\* All Directors and Officers will serve until successors are elected.

Filing Fee \$15.00

To be filed annually between  
January 1st and March 1st

# State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION  
270 WESTMINSTER MALL  
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 20067

Annual Report for the year 1986

FIRST: The name of the corporation is AMERICAN HOME SHIELD CORPORATION

SECOND: It is incorporated under the laws of Delaware

THIRD: Character of business, briefly stated, is Sales and service of home maintenance and repair warranty plans.

FOURTH: If foreign corporation, address of its principal office  
7950 Dublin Blvd. Suite 300 , Dublin, California 94568

FIFTH: Business address in Rhode Island  
NONE currently inactive in Rhode Island

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
<u>see attached schedule</u>	<u>Director</u>	
	<u>Director</u>	
	<u>Director</u>	
	<u>President</u>	
	<u>Vice President</u>	
	<u>Secretary</u>	
	<u>Treasurer</u>	

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
<u>see attached schedule</u>			

**PAID**

APR - 9 1986

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
<u>see attached schedule</u>			

SEC'Y. OF STATE

Dated March 14 1986

American Home Shield Corporation

(Name of Corporation)

**MAR 24 ENT'D**  


By 

Title Assistant Treasurer

(Report must be signed by an officer)

AMERICAN HOME SHIELD CORPORATION

FIN 13-2686654  
Incorporated  
8-2-71

Board of Directors

Lynn J. Brinker  
(Chairman of the Board)  
2500 Amber Lane  
Santa Rosa, CA 95404

Lawrence Rosenbloom  
Abbott, Belmont & Lawrence  
1888 Century Park East, Suite 910  
Los Angeles, CA 90067

Graham Loving  
606 N. Spring Street  
Aspen, CO 81611

Rick Cohen  
2519 4th Street, #2  
Santa Monica, CA 90405

Girard L. Stein  
61 Mott Drive  
Alamo, CA 94507

Jack Bratton  
4451 Kahala Avenue  
Honolulu, HI 96816

Officers

Lynn J. Brinker

President

Daniel J. Brinker  
5251 Beaumont Way  
Santa Rosa, CA 95401

Executive Vice President  
Chief Financial Officer  
Treasurer

Kenneth S. Bunger  
2650 Amber Lane  
Santa Rosa, CA 95404

Ex. Vice President - Sales

Girard L. Stein

Senior Vice President  
Secretary

Charles E. Mache  
1980 Neotomas Avenue  
Santa Rosa, CA 95405

Vice President - Sales

Young W. Lee  
702 Arboles Place  
San Ramon, CA 94583

Assistant Treasurer

\* All Directors and Officers will serve until successors are elected.

AMERICAN HOME SHIELD CORPORATION

Shares Authorized and Issued

December 31, 1985

<u>CLASS</u>	<u>NUMBER OF SHARES AUTHORIZED</u>	<u>PAR VALUE</u>	<u>NUMBER OF SHARES ISSUED</u>
Common	10,000,000	.0400	6,823,321
Preferred	3,000,000	NPV	122,682
	<hr/> 13,000,000		<hr/> 6,945,913

Filing fee: \$15.00

To be filed annually between January 1st and March 1st

State of Rhode Island and Providence Plantations  
OFFICE OF THE SECRETARY OF STATE

CORPORATE ID 20067

Annual Report for the year 1985

FIRST: The name of the corporation is AMERICAN HOME SHIELD CORPORATI

ON

SECOND: It is incorporated under the laws of Delaware

THIRD: Character of business, briefly stated, is Sales and service on home maintenance and repair warranty plans

FOURTH: If foreign corporation, address of its principal office  
7950 Dublin Blvd. Suite 300 Dublin, CA 94568

FIFTH: Business address in Rhode Island  
None currently in active in Rhode Island

SIXTH: Names and addresses of its directors and officers:

(Addresses must include street and number, if any)

Name	Office	Address
See attached schedule	Director	
	Director	
	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

(If additional space is needed, attach rider)

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
---------------	-------	--------	--

SEE ATTACHED SCHEDULE

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
---------------	-------	--------	--

SEE ATTACHED SCHEDULE

Dated: March 14 19 85

American Home Shield Corporation  
(Name of Corporation)

By *Daniel J. Biber*

Title Vice President of Finance

(Report must be signed by an officer)

If the corporation has changed its registered office and/or its registered agent, Form #9 must be filed. Please contact Corporation Division for information. 277-3040

AMERICAN HOME SHIELD CORPORATION  
06/03/85 PAID  
02/24/81  
15.00

Filing fee: \$15.00

To be filed annually between January 1st and March 1st

State of Rhode Island and Providence Plantations  
OFFICE OF THE SECRETARY OF STATE

1994

Annual Report for the year Ended December 31, 1983

FIRST: The name of the corporation is American Home Shield Corporation

SECOND: It is incorporated under the laws of Delaware

THIRD: Character of business, briefly stated, is Sales and service of home maintenance and repair warranty plans

FOURTH: If foreign corporation, address of its principal office  
7950 Dublin Blvd. Dublin, CA 94568

FIFTH: Business address in Rhode Island (blank reports will be mailed to this address) None, currently inactive in Rhode Island

SIXTH: Names and addresses of its directors and officers:

(Addresses must include street and number, if any)

Name	Office	Address
SEE ATTACHED SCHEDULE	Director	
	Director	
	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

(If additional space is needed, attach rider)

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
SEE ATTACHED SCHEDULE			

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
SEE ATTACHED SCHEDULE			

Dated: March 27, 1984

APR 5 1984  
S.P.

American Home Shield Corporation  
(Name of Corporation)

By: *[Signature]*  
Title: Gerald L. Stein, Secretary

(Report must be signed by an officer)

If the corporation has changed its registered office and/or its registered agent, Form #9 must be filed. Please contact Corporation Division for information. 277-3040

AMERICAN HOME SHIELD CORPORATION

FIN 13-2686654  
Incorporated 8/2/71

Board of Directors

Lynn J. Brinker  
(Chairman of the Board)  
Pisenti & Brinker  
2410 County Center Drive  
Santa Rosa, CA. 95401

Dennis G. Krieger  
Morgan, Olmstead, Kennedy & Gardner  
10900 Wilshire Blvd. Suite 1021  
Los Angeles, CA. 90024

Lawrence Rosenbloom  
Abbott, Belmont & Lawrence  
1888 Century Park East, Suite 910  
Los Angeles, CA. 90067

Graham Loving  
886 Roaring Fork Road  
Aspen, CO. 81611

George S. Oram, Jr.  
2705 Hillegass Ave.  
Berkeley, CA. 94705

Girard L. Stein  
61 Mott Drive  
Alamo, CA. 94507

Officers

Lynn J. Brinker	President
Girard L. Stein	Secretary Senior Vice President
George S. Oram, Jr.	Treasurer Executive Vice President

8/10/83

AMERICAN HOME SHIELD CORPORATION

Shares Authorized and Issued

December 31, 1983

<u>CLASS</u>	<u>NUMBER OF SHARES AUTHORIZED</u>	<u>PAR VALUE</u>	<u>NUMBER OF SHARES ISSUED</u>
Common	10,000,000	.0400	2,210,638
Preferred	3,000,000	NPV	
Series B			367,182
Series C			340,037
	<u>13,000,000</u>		<u>2,917,857</u>

Filing fee: \$15.00

To be filed annually between January 1st and March 1st

State of Rhode Island and Providence Plantations  
OFFICE OF THE SECRETARY OF STATE

Annual Report for the year 1983

FIRST: The name of the corporation is

American Home Shield Corporation

SECOND: It is incorporated under the laws of Delaware

THIRD: Character of business, briefly stated, is Sales and Service of home maintenance and repair warranty plans.

FOURTH: If foreign corporation, address of its principal office

7950 Dublin Boulevard, Dublin, CA 94568

FIFTH: Business address in Rhode Island (blank reports will be mailed to this address) none, currently inactive in Rhode Island

SIXTH: Names and addresses of its directors and officers:

(Addresses must include street and number, if any)

Name	Office	Address
See attached Schedule	Director	
	Director	
	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

(If additional space is needed, attach rider)

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
10,000,000	common		.01
3,000,000	preferred		NPV

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
4,020,050	common		.01
448,000	preferred	A	NPV
267,628	preferred	B	NPV
50,500	preferred	C	NPV

Dated: June 10, 1983

AMERICAN HOME SHIELD CORPORATION

(Name of Corporation)

By

*[Signature]*

Title

Girard L. Stein, Secretary

(Report must be signed by an officer)

If the corporation has changed its registered office and/or its registered agent, Form #9 must be filed. Please contact Corporation Division for information. 277-3040

AMERICAN HOME SHIELD CORPORATION

Board of Directors

Lynn J. Brinker  
(Chairman of the Board)  
Pisenti & Brinker  
2410 County Center Drive  
Santa Rosa, CA 95401

Dennis G. Krieger  
MacDonald, Krieger & Bowyer  
356 North Camden Drive  
Beverly Hills, CA 90210

Lawrence Rosenbloom  
Abbott, Belmont & Lawrence  
1888 Century Park East, Suite 910  
Los Angeles, CA 90067

Graham Loving  
886 Roaring Fork Road  
Aspen, CO 81611

Clinton Reynolds  
Paul Revere Life Insurance  
1275 King Street  
Greenwich, CT 06830

Girard L. Stein  
61 Mott Drive  
Alamo, CA 94507

Officers

Lynn J. Brinker	President
Girard L. Stein	Secretary Senior Vice President
George S. Oram 1590 Leroy Street Berkeley, CA 94708	Treasurer Executive Vice President

Filing fee: \$15.00

To be filed annually between January 1st and March 1st

State of Rhode Island and Providence Plantations  
OFFICE OF THE SECRETARY OF STATE

1992

Annual Report for the year ended 12-31-81

FIRST: The name of the corporation is American Home Shield Corporation

SECOND: It is incorporated under the laws of Delaware

THIRD: Character of business, briefly stated, is Sale and service of home protection plans

FOURTH: If foreign corporation, address of its principal office 7950 Dublin Blvd. Suite 300 Dublin, California 94566

FIFTH: Business address in Rhode Island (blank reports will be mailed to this address) C.T. Corporation System 111 Westminister St. Providence R.I. 02903

SIXTH: Names and addresses of its directors and officers:

(Addresses must include street and number, if any)

Table with 3 columns: Name, Office, Address. Rows include Director, President, Vice President, Secretary, Treasurer.

(If additional space is needed, attach rider)

SEVENTH: Number of Shares authorized:

Table with 4 columns: No. of Shares, Class, Series, Par Value or statement that shares are without par value.

EIGHTH: Number of Shares issued:

Table with 4 columns: No. of Shares, Class, Series, Par Value or statement that shares are without par value.

Dated: 19

American Home Shield Corporation (Name of Corporation)

By [Signature] March 18, 1982

Title V.P. Finance

(Report must be signed by an officer)

If the corporation has changed its registered office and/or its registered agent, Form #9 must be filed. Please contact Corporation Division for Information. 277-3040

Board Of Directors

Lynn Brinker (Chairman of the Board) 707-542-3343  
Pisenti & Brinker  
2410 County Center Drive  
Santa Rosa, CA 95401

Dennis Krieger 213-278-7880  
MacDonald, Krieger & Bowyer  
356 North Camden Drive  
Beverly Hills, CA 90210

Lawrence Rosenbloom 213-277-2071  
Abbott, Belmont & Lawrence  
1888 Century Park East, Suite 910  
Los Angeles, CA 90067

Graham Loving 303-925-2900  
886 Roaring Fork Road  
Aspen, CO 81611

Clinton Reynolds 203-531-2800  
Paul Revere Life Insurance  
1275 King Street  
Greenwich, CT 06830

David Smith 212-838-5524  
130 East 63rd, Suite 14-B  
New York, NY 10021

Charles Smith 602-944-1983  
1801 East Winter  
Phoenix, AZ 85020

Officers

Sigmund Anderman President  
Girard L. Stein Executive Vice President/  
Secretary  
Timothy R. Christoffersen Vice President - Finance  
Cove Corey Vice President - Service

Filing fee: \$15.00

To be filed annually  
between January 1st and March 1st

**State of Rhode Island and Providence Plantations**  
**OFFICE OF THE SECRETARY OF STATE**

**ANNUAL REPORT**  
**OF**

**AMERICAN HOME SHIELD CORPORATION**

Pursuant to the provisions of Section 7.1.1-118 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following annual report:

FIRST: The name of the corporation is American Home Shield

SECOND: It is incorporated under the laws of Delaware

THIRD: The address of its registered office in Rhode Island is  
111 Westminister Street, Providence, Rhode Island 02903

and the name of its registered agent in Rhode Island at such address is  
C.T. Corporation System

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is c/o The Corporation Trust Company, 100 West Tenth Street, Wilmington, DE 19801

FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is Currently inactive

SIXTH: The names and respective addresses of its directors and officers are:

Name	Office	Address
See schedule attached	Director	See schedule attached
	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

SEVENTH: 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 per Share or Statement that Shares are without Par Value
10,000,000	Common		\$ .01/share
3,000,000	Preferred		\$1.00/share

APR 28 1981

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EIGHTH: 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:

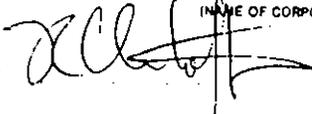
<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
2,470,500	Common		\$ .01/share
400,875	Preferred		\$1.00/share

Dated \_\_\_\_\_, 19\_\_

American Home Shield Corporation

(NAME OF CORPORATION)

By



Its Vice President, Finance

REVISED 1/19/77

AMERICAN HOME SHIELD CORPORATION

LIST OF OFFICERS AND DIRECTORS

President and Director	David T. Smith	7950 Dublin Blvd. Dublin, CA 94566
Senior Vice President, Secretary & Director	Girard L. Stein	7950 Dublin Blvd. Dublin, CA 94566
Vice President - Finance Treasurer and Assistant Secretary	Timothy R. Christoffersen	7950 Dublin Blvd. Dublin, CA 94566
Vice President and Director	Charles Smith	7950 Dublin Blvd. Dublin, CA 94566
Executive Vice President Operations and Director	Sigmund Anderman	7950 Dublin Blvd. Dublin, CA 94566
Director	Clinton Reynolds	The Paul Revere Life Ins. Co. 1275 King Street Greenwich, CT 06830
Director	Lawrence Rosenbloom	Abbott, Belmont & Lawrence 1888 Century Park East Los Angeles, CA 90067
Director	De-nis G. Krieger	MacDonald, Krieger, Bowyer & Beyenka 356 N. Camden Drive Beverly Hills, CA 90210
Director	Graham Loving	880 Roaring Fork Road Aspen, Colorado 81611

Filing fee: \$15.00

To be filed annually  
between January 1st and March 1st

**State of Rhode Island and Providence Plantations**  
**OFFICE OF THE SECRETARY OF STATE**

**ANNUAL REPORT**

**OF**

..... AMERICAN HOME SHIELD CORPORATION .....

Pursuant to the provisions of Section 7.1.1-118 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following annual report:

FIRST: The name of the corporation is American Home Shield Corporation

SECOND: It is incorporated under the laws of Delaware

THIRD: The address of its registered office in Rhode Island is  
111 Westminster St., Providence, Rhode Island 02903

and the name of its registered agent in Rhode Island at such address is  
C. T. Corporation System

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is The Corporation  
Trust Company, 100 West Tenth St., Wilmington, Delaware 19801

FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is Currently inactive

SIXTH: The names and respective addresses of its directors and officers are:

Name	Office	Address
SEE SCHEDULE ATTACHED	Director	SEE SCHEDULE ATTACHED
	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

SEVENTH: 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 per Share or Statement that Shares are without Par Value
10,000,000	Common	---	\$.01/Share
3,000,000	Preferred	---	NPV

1500  
4112A14...15008L

APR 30 1980  
CA

EIGHTH: 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:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
2,470,500	Common	---	\$.01/share

Dated *Feb 15,* , 19 *80* AMERICAN HOME SHIELD CORPORATION

By  (NAME OF CORPORATION)  
 Vice-Pres., Finance

AMERICAN HOME SHIELD CORPORATION

List of Officers and Directors

President & Director	David T. Smith	7950 Dublin Blvd. Dublin, CA 94566
Executive Vice President & Director	David Palmlund	7950 Dublin Blvd. Dublin, CA 94566
Senior Vice President Secretary & Director	Girard Stein	7950 Dublin Blvd. Dublin, CA 94566
Vice President, Finance Treasurer & Assistant Secretary	Timothy Christoffersen	7950 Dublin Blvd. Dublin, CA 94566
Vice-President & Director	Charles Smith	7950 Dublin Blvd. Dublin, CA 94566
Executive Vice President, Operations & Director	Sigmund Anderman	7950 Dublin Blvd. Dublin, CA 94566
Vice President Service & Director	Robert Weidmark	7950 Dublin Blvd. Dublin, CA 94566
Director	Clinton Reynolds	The Paul Revere Life Insurance Company 1275 King Street Greenwich, Connecticut 06830
Director	Philip Boyce	Pacific Valley Bank Dublin, California 94566
Director	Lawrence Rosenbloom	Abbott, Belmont & Lawrence Los Angeles, California
Director	George Adams	Great American Land & Development Company 320 Hatch Drive Foster City, California 94404
Director	Marvin Finell	1020 Ridgedale Drive Beverly Hills, California 90210
Director	Dennis Krieger	McDonald, Krieger, Boyer & Beyenka 356 North Camden Drive Beverly Hills, California 90210

Filing fee: \$15.00

To be filed annually  
between January 1st and March 1st

**State of Rhode Island and Providence Plantations**  
**OFFICE OF THE SECRETARY OF STATE**  
**ANNUAL REPORT**  
**OF**

AMERICAN HOME SHIELD CORPORATION

Pursuant to the provisions of Section 7.1.1-118 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following annual report:

FIRST: The name of the corporation is American Home Shield Corporation

SECOND: It is incorporated under the laws of Delaware

THIRD: The address of its registered office in Rhode Island is  
C.T. Corporation System, 111 Westminster St., Providence, Rhode Island 02903  
and the name of its registered agent in Rhode Island at such address is  
C.T. Corporation System

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is The Corporation Trust Company, 100 West Tenth Street, Wilmington, Delaware 19801

FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is Home Maintenance Repair & Warranty

SIXTH: The names and respective addresses of its directors and officers are:

Name	Office	Address
SEE SCHEDULE ATTACHED	Director	SEE SCHEDULE ATTACHED
	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

SEVENTH: 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 per Share or Statement that Shares are without Par Value
10,000,000	Common	2 1500 79	\$.01/share

3407A14000015008L

FEB 20 1979

EIGHTH: 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:

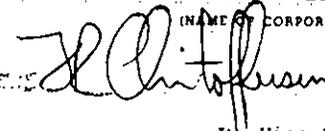
<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
1,848,000	Common	----	\$.01/share

Dated January 19, 19 79

AMERICAN HOME SHIELD CORPORATION

(NAME OF CORPORATION)

By



T. R. Christoffersen

Its Vice-President, Finance

AMERICAN HOME SHIELD CORPORATION

List of Officers and Directors

President & Director	David T. Smith	6680 Sierra Lane Dublin, California 94566
Executive Vice-President	David Palmlund	6680 Sierra Lane Dublin, California 94566
Senior Vice-President, Secretary & Director	Girard Stein	6680 Sierra Lane Dublin, California 94566
Vice-President-Finance, Treasurer & Assistant Secretary	Timothy Christoffersen	6680 Sierra Lane Dublin, California 94566
Vice-President & Director	Charles Smith	6680 Sierra Lane Dublin, California 94566
Director	Sigmund Anderman	Winer, Neuberger & Sive 425 Park Avenue New York, New York 10022
Director	Clinton Reynolds	The Paul Revere Life Insurance Company 1275 King Street Greenwich, Connecticut 06830
Director	Philip Boyce	Pacific Valley Bank Dublin, California 94566
Director	Lawrence Rosenbloom	Abbott, Belmont & Lawrence Los Angeles, California
Director	George Adams	Great American Land & Development Company 320 Hatch Drive Foster City, California 94404
Director	Dennis Krieger	McDonald, Krieger & Bowyer 356 North Camden Drive Beverly Hills, California 90210