

Filing and License Fee: \$310.00 minimum

ID Number:

135485



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State Matthew A. Brown

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 Appliance Warehouse of America, Inc.

2. It is incorporated under the laws of Delaware

3. The name, if different, which it elects to use in Rhode Island is:

(a) If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:

(b) If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:

4. The date of its incorporation is September 25, 2002 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 1209 Orange Street, Wilmington, DE 19801

6. The address of its proposed registered office in Rhode Island is 10 Weybosset Street

(Street Address, not P.O. Box)

Providence, RI 02903

(City/Town)

(Zip Code)

and the name of its proposed registered agent in Rhode Island at

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:

Renting laundry equipment and other household appliances and electronic items

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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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
10,000	Common		\$.01
1,000	Preferred		\$.01

10. The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
10,000	Common		\$.01
100	Preferred		\$.01

11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 29,850,000.
- (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 \$ 28,743,000.
- (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 \$ 0.
- (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: 10/8/03

Appliance Warehouse of America, Inc.

Print Exact Name of Corporation Making Application

By [Signature]

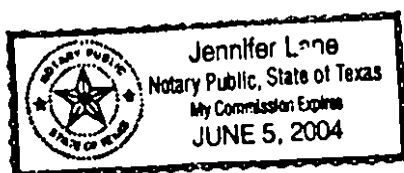
☒ President or ☐ Vice President (check one)

By [Signature]

☒ Secretary or ☐ Assistant Secretary (check one)

STATE OF Texas
COUNTY OF Harris

In presence, on this 8 day of October, 2003, before me personally appeared Ramon NUNEZ who, being duly sworn, declared that he/she is the PRESIDENT of the above-named entity and that he/she signed the foregoing document as such authorized agent, and that the statements herein contained are true.



Notary Public
My Commission Expires 10-5-04

ATTACHMENT

List of Officers of Appliance Warehouse of America, Inc.

<u>Name</u>	<u>Title</u>	<u>Address</u>
Raymond Norniella	President and Secretary	2225 E. Beltline Suite 321 Carrollton, TX 75006
Robert M. Doyle	Vice President and Treasurer	303 Sunnyside Boulevard Plainview, NY 11803

List of Directors of Appliance Warehouse of America, Inc.

Robert M. Doyle
303 Sunnyside Boulevard
Plainview, NY 11803

Stephen R. Kerrigan
303 Sunnyside Boulevard
Plainview, NY 11803

Raymond Norniella
2225 E. Beltline
Suite 321
Carrollton, TX 75006

Delaware

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The First State

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

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF INCORPORATION, FILED THE TWENTY-FIFTH DAY OF SEPTEMBER, A.D. 2002, AT 5 O'CLOCK P.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "APPLIANCE WAREHOUSE CORPORATION" TO "APPLIANCE WAREHOUSE OF AMERICA, INC.", FILED THE FIRST DAY OF OCTOBER, A.D. 2002, AT 5 O'CLOCK P.M.

CERTIFICATE OF DESIGNATION, FILED THE TWENTY-SEVENTH DAY OF NOVEMBER, A.D. 2002, AT 11:45 O'CLOCK A.M.

RESTATED CERTIFICATE, FILED THE FOURTEENTH DAY OF FEBRUARY, A.D. 2003, AT 6:30 O'CLOCK P.M.

RESTATED CERTIFICATE, FILED THE THIRD DAY OF MARCH, A.D. 2003, AT 6 O'CLOCK P.M.

RESTATED CERTIFICATE, FILED THE FOURTH DAY OF MARCH, A.D. 2003, AT 6 O'CLOCK P.M.

RESTATED CERTIFICATE, FILED THE EIGHTEENTH DAY OF MARCH,



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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2688748

DATE: 10-14-03