

Document Number Only

# FO00000004045

CT Corporation System  
660 East Jefferson Street  
Tallahassee, FL 32301  
Tel 850 222 1092  
Fax 850 222 7615  
Attn: Jeff Netherton

400003327944--5  
-07/19/00--01061--024  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

CORPORATION(S) NAME

The Home Service Store, Inc.

|                                                    |                                                 |                                             |
|----------------------------------------------------|-------------------------------------------------|---------------------------------------------|
| <input checked="" type="checkbox"/> Profit         | <input type="checkbox"/> Amendment              | <input type="checkbox"/> Merger             |
| <input type="checkbox"/> Nonprofit                 |                                                 |                                             |
| <input checked="" type="checkbox"/> Foreign        | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark               |
|                                                    | <input type="checkbox"/> Reinstatement          |                                             |
| <input type="checkbox"/> Limited Partnership       | <input type="checkbox"/> Annual Report          | <input type="checkbox"/> Other              |
| <input type="checkbox"/> LLC                       | <input type="checkbox"/> Name Registration      | <input type="checkbox"/> Change of RA       |
|                                                    | <input type="checkbox"/> Fictitious Name        | <input type="checkbox"/> UCC                |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photocopies            | <input type="checkbox"/> CUS                |
| <input type="checkbox"/> Call When Ready           | <input type="checkbox"/> Call If Problem        | <input type="checkbox"/> After 4:30         |
| <input checked="" type="checkbox"/> Walk In        | <input type="checkbox"/> Will Wait              | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out                  |                                                 |                                             |

Name \_\_\_\_\_ 07/19/00  
Availability \_\_\_\_\_  
Document \_\_\_\_\_  
Examiner \_\_\_\_\_  
Updater \_\_\_\_\_  
Verifier \_\_\_\_\_  
Acknowledgement \_\_\_\_\_  
W.P. Verifier \_\_\_\_\_

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00 JUL 19 PM 3:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FOO-4045  
07/19  
RECEIVED  
00 JUL 19 AM 11:27  
DIVISION OF CORPORATION

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO  
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. The Home Service Store, Inc.  
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware  
(State or country under the law of which it is incorporated)
3. 03-0364810  
(FEI number, if applicable)
4. March 14, 2000  
(Date of incorporation)
5. perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 108 Wales St., Rutland, VT 05701  
(Current mailing address)
8. market and engage in national home maintenance & repair service  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box **NOT** acceptable)  
Name: C T Corporation System  
Office Address: 1200 South Pine Island Road  
Plantation, Florida, 33324  
(Zip code)

**10. Registered agent's acceptance:**

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

C T Corporation System

Amey Bert. O'H.  
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

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**A. DIRECTORS (Street address only - P.O. Box NOT acceptable)**

Chairman: See Attachment 1

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS (Street address only - P.O. Box NOT acceptable)**

President: See Attachment 1

Address: \_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: \_\_\_\_\_

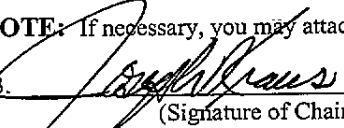
Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

**NOTE:** If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.

  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Joseph M. Kraus, Esq., Sr. Vice President, Corporate Secretary and General Counsel

(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

**ATTACHMENT 1**

**THE HOME SERVICE STORE, INC.**

**Officers:**

| Name                | Address                                      | Title                                                          |
|---------------------|----------------------------------------------|----------------------------------------------------------------|
| Douglas D. Sinclair | 108 Wales St., Rutland, VT 05701             | President and Chief Executive Officer                          |
| Dennis J. Johnson   | 5208 Tealing Drive, Rowell, GA 30075         | President, Business Development                                |
| Thomas A. Meeks     | 947 Copperstone Circle, Chesapeake, VA 23320 | Executive Vice President, Operations                           |
| Joseph M. Kraus     | 77 Grove St., Rutland, VT 05701              | Sr. Vice President, Corporate Secretary and General Counsel    |
| Michael A. Christy  | 108 Wales St., Rutland, VT 05701             | Vice President, Business Development                           |
| John O'Keefe        | 108 Wales St., Rutland, VT 05701             | Vice President, Field Operations                               |
| James M. Pennington | 108 Wales St., Rutland, VT 05701             | Vice President, Chief Financial Officer and Treasurer          |
| Joan F. Gamble      | 77 Grove St., Rutland, VT 05701              | Asst. Vice President, Human Resources and Strategic Planning   |
| Wendy Pallotta      | 108 Wales St., Rutland, VT 05701             | Asst. Vice President, Marketing                                |
| Peter W. Lind       | 108 Wales St., Rutland, VT 05701             | Asst. Vice President, Field Administration                     |
| K. Dean Pierce      | 108 Wales St., Rutland, VT 05701             | Asst. Vice President, Management Information System Technology |
| Mary C. Marzec      | 108 Wales St., Rutland, VT 05701             | Assistant Corporate Secretary                                  |

**Directors:**

| Name                 | Address                                                                                         |
|----------------------|-------------------------------------------------------------------------------------------------|
| Robert Young         | CVPS, 77 Grove St., Rutland, VT 05701                                                           |
| Frederic H. Bertrand | 25061 Ridge Oak Dr., Bonita Springs, FL 34134-1928                                              |
| Janice L. Scites     | Internet Implementation Strategy, AT&T, 900 Rtes 202/206N Room 4C108, Bedminster, NJ 07921-0752 |
| Terry J. Blumer      | Jupiter Partners, LLC, 30 Rockefeller Plaza, Suite 4525, New York, NY 10112                     |
| Thomas A. Berglund   | Jupiter Partners, LLC, 30 Rockefeller Plaza, Suite 4525, New York, NY 10112                     |
| John A. Sprague      | Jupiter Partners, LLC, 30 Rockefeller Plaza, Suite 4525, New York, NY 10112                     |
| John F. Klein        | Jupiter Partners, LLC, 30 Rockefeller Plaza, Suite 4525, New York, NY 10112                     |
| John J. Langdon      | Hickory Farms, 1505 Holland Rd., P.O. Box 219, Maumee, OH 43537                                 |
| Phillip Glennon      | Hynes, Himmelreich, Glennon & Co. One Dock St., Stamford, CT 06902                              |

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TALLAHASSEE, FL

*State of Delaware*  
*Office of the Secretary of State*

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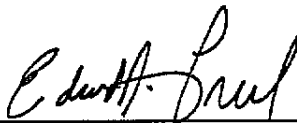
PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THE HOME SERVICE STORE, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FOURTEENTH DAY OF JULY, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

FILED  
00 JUL 19 PM 3:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



  
Edward J. Freel, Secretary of State

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AUTHENTICATION: 0559421

DATE: 07-14-00