

CT CORPORATION SYSTEMS

FOI000001653

FILED
01 MAR 26 PM 10:35
SECRETARY OF STATE
TALLAHASSEE FLORIDA

CORPORATION(S) NAME

Sears Home Improvement Products, Inc.

0

800003909618--7
-03/27/01--01022--012
*****70.00 *****70.00

CF -70.00

800003909618--7
-03/26/01--01084--025
***1150.00 ***1150.00

- | | | |
|--|---|---|
| <input type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Nonprofit | | |
| <input 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 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 checked="" type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 MAR 26 PM 12:15
NOT INTENDED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

3/26/01

Order#: 390769
Ref#: _____
Amount: \$ _____

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

PK
3/26

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

FILED
01 MAR 26 AM 10 35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Sears Home Improvement Products, 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. Pennsylvania 3. 25-1698591
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 12/30/92 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 12/26/00
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 3333 Beverly Road, Hoffman Estates, Illinois 60179

(Current mailing address)

8. To invest in companies that manufacture and sell home improvement products.
(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)

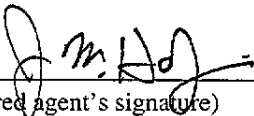
Name: C T Corporation System

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

(Registered agent's signature) **James M. Halpin**
Assistant Secretary

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)

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

Chairman: Michael J. Tower

Address: 3333 Beverly Road

Hoffman Estates, Illinois 60179

Vice Chairman: _____

Address: _____

Director: Curt Klus

Address: 3333 Beverly Road

Hoffman Estates, Illinois 60179

Director: Joseph J. Steenbeke

Address: 3333 Beverly Road

Hoffman Estates, Illinois 60179

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

President: Michael J. Tower

Address: 3333 Beverly Road

Hoffman Estates, Illinois 60179

Vice President: Joseph J. Steenbeke

Address: 3333 Beverly Road

Hoffman Estates, Illinois 60179

Secretary: Pual Shay

Address: 3333 Beverly Road

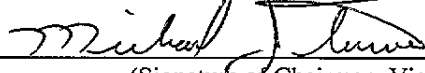
Hoffman Estates, Illinois 60179

Treasurer: Joseph J. Steenbeke

Address: 3333 Beverly Road

Hoffman Estates, Illinois 60179

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. Michael J. Tower, President
(Typed or printed name and capacity of person signing application)

01 MAR 26 11 35 AM '08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE

MARCH 23, 2001

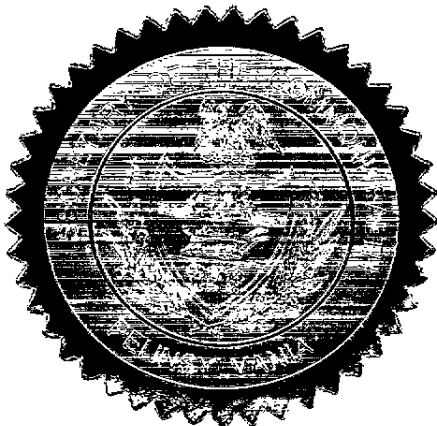
FILED
01 MAR 26 AM 10:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

SEARS HOME IMPROVEMENT PRODUCTS, INC.

is duly incorporated under the laws of the Commonwealth of Pennsylvania
and remains a subsisting corporation so far as the records of this office
show, as of the date herein.



IN TESTIMONY WHEREOF, I have
hereunto set my hand and caused
the Seal of the Secretary's
Office to be affixed, the day
and year above written.

Kim Dizonjullh

Secretary of the Commonwealth

JSOW