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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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[Signature]

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Westlake Villag, CA 91362

TO AKNOWLEDGE
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2001 MAY -1 PM 3:24

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

RECEIVED

NAME: HOMESTORE OPERATIONS COMPANY

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_____ CERTIFIED COPY
XX _____ PLAIN STAMPED COPY
 _____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder -- EXT# 1118

EXAMINER:

**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. HOMESTORE OPERATIONS COMPANY

(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. 954852863

(FEI number, if applicable)

4. March 29, 2001

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

c/o Homestore Operations Company, 30700 Russell Ranch Road

7. Westlake Village, CA 91362

(Principal office address)

(Current mailing address)

Operational Services To engage in any act or activity for which corporations may be organized.

8. (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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301

(City)

(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.

Corporation Service Company

By: Louise B. Smith

(Registered agent's signature)

Louise B. Smith, Assistant Vice President

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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached officers/directors rider

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

14. David M. Rosenblatt, Senior Vice President
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

OFFICERS/DIRECTORS RIDER

FL-Application by Foreign Corporation for Authorization

HOMESTORE OPERATIONS COMPANY

List of Officers

Name: Stuart H. Wolff, Ph.D. **Title:** Chr. B/D & CEO
Bus. Addr.: 30700 Russell Ranch Road, Westlake Village, CA 91362

Name: John M. Giesecke, Jr. **Title:** Ex. VP & CFO
Bus. Addr.: 30700 Russell Ranch Road, Westlake Village, CA 91362

Name: David M. Rosenblatt **Title:** Sr. VP & General Counsel
Bus. Addr.: 30700 Russell Ranch Road, Westlake Village, CA 91362

Name: Joseph J. Shew **Title:** VP & CFO & Secy.
Bus. Addr.: 30700 Russell Ranch Road, Westlake Village, CA 91362

Name: Kevin Coop **Title:** VP
Bus. Addr.: 30700 Russell Ranch Road, Westlake Village, CA 91362

List of Directors

Name: Stuart H. Wolff, Ph.D. **Term:**
Bus. Addr.: 30700 Russell Ranch Road, Westlake Village, CA 91362

Name: John M. Giesecke, Jr. **Term:**
Bus. Addr.: 30700 Russell Ranch Road, Westlake Village, CA 91362

Name: Joseph J. Shew **Term:**
Bus. Addr.: 30700 Russell Ranch Road, Westlake Village, CA 91362

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TALLAHASSEE, FLORIDA

Office of the Secretary of State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HOMESTORE OPERATIONS COMPANY" 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 THIRTIETH DAY OF APRIL, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

FILED
01 MAY -1 11 5:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1105616

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DATE: 04-30-01