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ACCOUNT NO. : 072100000032
 REFERENCE : 364778 7210568
 AUTHORIZATION : *Patricia Pizoto*
 COST LIMIT : \$ 70.00

01 AUG 13 PM 2:02
 FILED
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

ORDER DATE : August 2, 2001
 ORDER TIME : 10:02 AM
 ORDER NO. : 364778-030
 CUSTOMER NO: 7210568

100004530011--7

CUSTOMER: Ms. Deborah Verga
 Homestore.com, Inc.
 30700 Russell Ranch Road
 Westlake Villag, CA 91362-6399

FOREIGN FILINGS

BK

NAME: HOMESTORE FACILITIES COMPANY,
 INC.

XXXX QUALIFICATION (TYPE: CO)

(5)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

RECEIVED
 01 AUG 13 AM 11:33
 DIVISION OF CORPORATION

CONTACT PERSON: Susie Knight -- EXT# 1156

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

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1. HOMESTORE FACILITIES COMPANY, 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. 522284222 (FEI number, if applicable)

4. December 27, 2000 (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.com, Inc., 30700 Russell Ranch Road

7. Westlake Village, CA 91362 (Principal office address)

(Current mailing address)

Internet sales and 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: _____

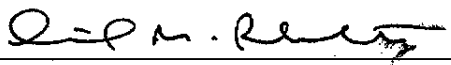
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. 

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

14. David M. Rosenblatt, 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 FACILITIES COMPANY, INC.

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List of Officers

Name: Stuart H. Wolff, Ph.D. **Title:** Chairman of the Board & CEO
Bus. Addr.: c/o Homestore Facilities Company, Inc. 30700 Russell Ranch Road,
Westlake Village, CA 91362

Name: John M. Giesecke, Jr. **Title:** Executive Vice President & COO
Bus. Addr.: c/o Homestore Facilities Company, Inc. 30700 Russell Ranch Road,
Westlake Village, CA 91362

Name: Joseph J. Shew **Title:** Vice President, CFO & Secy.
Bus. Addr.: c/o Homestore Facilities Company, Inc. 30700 Russell Ranch Road,
Westlake Village, CA 91362

Name: David M. Rosenblatt **Title:** Sr. V.P. & General Counsel
Bus. Addr.: c/o Homestore Facilities Company, Inc. 30700 Russell Ranch Road,
Westlake Village, CA 91362

List of Directors

Name: Stuart H Wolff, Ph.D. **Term:**
Bus. Addr.: c/o Homestore Facilities Company, Inc. 30700 Russell Ranch Road,
Westlake Village, CA 91362

Name: John M. Giesecke, Jr. **Term:**
Bus. Addr.: c/o Homestore Facilities Company, Inc. 30700 Russell Ranch Road,
Westlake Village, CA 91362

Name: Joseph J. Shew **Term:**
Bus. Addr.: c/o Homestore Facilities Company, Inc. 30700 Russell Ranch Road,
Westlake Village, CA 91362

State of Delaware
Office of the Secretary of State

PAGE 1

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HOMESTORE FACILITIES COMPANY, 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 TENTH DAY OF AUGUST, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "HOMESTORE FACILITIES COMPANY, INC." WAS INCORPORATED ON THE TWENTY-SEVENTH DAY OF DECEMBER, A.D. 2000.

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1290197

DATE: 08-10-01

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