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State of Idaho

Department of State

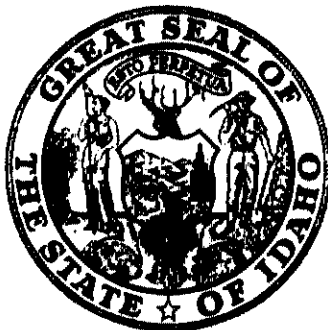
CERTIFICATE OF AUTHORITY OF

HOMEBASE, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of HOMEBASE, INC. for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to HOMEBASE, INC. to transact business in this State under the name HOMEBASE, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated: February 4, 1992



Pete T. Cenarrusa

SECRETARY OF STATE

Donna Barnwood

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

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SECRETARY OF STATE

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1. The name of the corporation is HomeBase, Inc.

2. The name which it shall use in Idaho is _____

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of Nevada

4. The date of its incorporation is January 22, 1992 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
c/o The Corporation Trust Company of Nevada
One East First Street, Reno, NV 89501

6. The address to which correspondence should be addressed, if different from that in item 5.
c/o The Corporation Trust Company
1209 Orange Street, Wilmington, DE 19801

7. The street address of its proposed registered office in Idaho is 300 North 6th Street
Boise, Idaho 83701

_____, and the name of its proposed registered agent in Idaho at that address is CT CORPORATION SYSTEM

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:

Home improvement services

To engage in any lawful act or activity permitted.

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
See attached rider		

(continued on reverse)

Name

Office

Address

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: January 27, 1992

HomeBase, Inc.

(Corporation Name)

By Salvina A. Gray

Its President / Vice President (please specify)

and Lauren Monaco

Lauren Monaco

Its Secretary / Assistant Secretary (please specify)

STATE OF Massachusetts

COUNTY OF Suffolk

I, Patricia A. Canario

a notary public, do hereby certify that on this 27th day of January, 19 92, personally appeared before

me Salvina A. Gray, who being by me first duly sworn, declared that (s)he

is the Vice President of HomeBase, Inc.

that (s)he signed the foregoing document as Vice President of the corporation and that the statements therein contained are true.

Patricia A. Canario

Notary Public

PATRICIA A. CANARIO
NOTARY PUBLIC
My Commission Expires Aug. 29, 1997

PATRICIA A. CANARIO
NOTARY PUBLIC
My Commission Expires Aug. 29, 1997

LIST OF OFFICERS & DIRECTORS

Joseph A. Barbera President & Director	Corporation Trust Company 1209 Orange Street Wilmington, DE 19801
Residence Address:	1510 Villa Road River Ridge Wilmington, DE 19809
Adrianne M. Horne Vice President, Treasurer Asst. Secy. & Director	Corporation Trust Company 1209 Orange Street Wilmington, DE 19801
Residence Address:	904 Newport Pike Wilmington, DE 19804
Mark A. Ferrucci Vice President, Secretary, Asst. Treas. & Director	Corporation Trust Company 1209 Orange Street Wilmington, DE 19801
Residence Address:	2 East Weald Avenue Bear, DE 19701
Camile M. Denny Vice President and Asst. Secretary	Corporation Trust Company 1209 Orange Street Wilmington, DE 19801
Residence Address:	137 Deer Run Road Townsend, DE 19734
Kim E. Lutthans Vice President and Assistant Secretary	Corporation Trust Company 1209 Orange Street Wilmington, DE 19801
Residence Address:	1105 Talley Road Bellefonte, DE 19809
Marva L. Williams Vice President and Assistant Secretary	Corporation Trust Company 1209 Orange Street Wilmington, DE 19801
Residence Address:	351-4 Harbor Drive Claymont, DE 19703
Salvina A. Gray Vice President	2 Oliver Street Boston, MA 02109
Residence Address:	50 Lyman Avenue Medford, MA 02155
Lauren Monaco Assistant Secretary	2 Oliver Street Boston, MA 02109
Residence Address:	24 Buttler Street Medford, MA 02155

STATE OF NEVADA
SECRETARY OF STATE

CERTIFICATE OF CORPORATE STATUS

RECEIVED
SEC. OF STATE
92 FEB 4 AM 10 04

I, CHERYL A. LAU, the duly elected, qualified and acting Secretary of State of the State of Nevada, do hereby certify that I am, by the laws of said State, the custodian of the records relating to corporations organized under the laws thereof; the revocation of their corporate charters, and their right to transact and carry on their corporate business; and am the proper officer to execute this certificate.

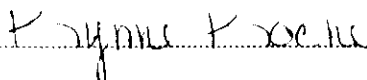
I further certify that, at the date of this certificate,

HOMEBASE, INC.

is a corporation duly organized and existing under and by virtue of the laws of the State of Nevada, having fully complied therewith; is entitled to exercise therein all the corporate powers and functions recited in its charter or articles of incorporation, and is in good standing in this State.

IN WITNESS WHEREOF, I have hereunto set my hand
and affixed the Great Seal of the State at my office in
Carson City, Nevada, this TWENTY-SECOND day of
JANUARY, A.D., 19 92.


Secretary of State

By 
Deputy