



INCORPORATORS

BOARD OF
DIRECTORSBOARD OF DIRECTORS
AND SHAREHOLDERS

(Stock Corporation)

BOARD OF DIRECTORS
AND MEMBERS

(Nonstock Corporation)

STATE OF CONNECTICUT
SECRETARY OF THE STATE

For office use only

ACCOUNT NO.

H79530

INITIALS

BK

1. NAME OF CORPORATION

Homequity, Inc.

DATE

Nov 17, 1970

2. The Certificate of incorporation is ☒ A. AMENDED ONLY ☐ B. AMENDED AND RESTATED ☐ C. RESTATED ONLY by the following resolution
RESOLVED, That, upon receipt of the written consent of all the shareholders of Homequity, Inc., the Certificate of Incorporation of Homequity, Inc. be amended by including the following Article, numbered "NINTH": "NINTH: No stockholder of the Corporation shall, because of his ownership of stock, have a preemptive or other right to purchase, subscribe for, or take any part of any stock or any part of the notes, debentures, bonds, or other securities convertible into or carrying options or warrants to purchase stock of the Corporation issued, optioned, or sold by it after its incorporation. Any part of the capital stock and any part of the notes, debentures, bonds, or other securities convertible into or carrying options or warrants to purchase stock of the Corporation authorized by this certificate of incorporation or by an amended certificate duly filed, may at any time be issued, optioned for sale, and sold or disposed of by the Corporation pursuant to a resolution of its Board of Directors to such persons and upon such terms as may to such Board seem proper without first offering such stock or securities or any part thereof to existing stockholders."

3. (Omit if 2 A is checked.)

(a) The above resolution merely restates and does not change the provisions of the original Certificate of Incorporation as supplemented and amended to date, except as follows: (Indicate amendments made, if any; if none, so indicate.)

(b) Other than as indicated in Par. 3(a), there is no discrepancy between the provisions of the original Certificate of Incorporation as supplemented to date, and the provisions of this Certificate Restating the Certificate of Incorporation.

☐ 4. The above resolution was adopted by vote of at least two-thirds of the incorporators before the organization meeting of the corporation, and approved in writing by all subscribers (if any) for shares of the corporation, (or if nonstock corporation, by all applicants for membership entitled to vote, if any.)

We (at least two-thirds of the incorporators) hereby declare, under the penalties of perjury, that the statements made in the foregoing certificate are true.

SIGNED

SIGNED

SIGNED

APPROVED

(All subscribers, or, if nonstock corporation, all applicants for membership entitled to vote, if none, so indicate)

SIGNED

SIGNED

SIGNED

BY ACTION OF INCORPORATORS

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- ☐ 4. (Use if 2.C is checked.) The above resolution was adopted by the board of directors acting alone,
☐ there being no shareholders or subscribers. ☐ the board of directors being so authorized pursuant to Section 33-341, Conn. G.S. as amended
☐ the corporation being a nonstock corporation and having no members and no applicants for membership entitled to vote on such resolution.

5. The number of affirmative votes required to adopt such resolution is:

6. The number of directors' votes in favor of the resolution was:

We hereby declare, under the penalties of perjury, that the statements made in the foregoing certificate are true.

NAME OF PRESIDENT OR VICE PRESIDENT (Print or Type)

NAME OF SECRETARY OR ASSISTANT SECRETARY (Print or Type)

SIGNED (President or Vice President)

SIGNED (Secretary or Assistant Secretary)

- ☒ 4. The above resolution was adopted by the board of directors and by shareholders.

5. Vote of shareholders:

(a) (Use if no shares are required to be voted as a class.)

NUMBER OF SHARES ENTITLED TO VOTE	TOTAL VOTING POWER	VOTE REQUIRED FOR ADOPTION	VOTE FAVORING ADOPTION
200,000	200,000	2/3 or 133,334	200,000 (unanimous)

(b) (If the shares of any class are entitled to vote as a class, indicate the designation and number of outstanding shares of each such class, the voting power thereof, and the vote of each such class for the amendment resolution.)

We hereby declare, under the penalties of perjury, that the statements made in the foregoing certificate are true.

NAME OF PRESIDENT OR VICE PRESIDENT (Print or Type)

Adelaide M. Brice - Vice President

NAME OF SECRETARY OR ASSISTANT SECRETARY (Print or Type)

Robert H. McCandlish - Secretary

SIGNED (President or Vice President)

Adelaide M. Brice

SIGNED (Secretary or Assistant Secretary)

Robert H. McCandlish

- ☐ 4. The above resolution was adopted by the board of directors and by members.

5. Vote of members:

(a) (Use if no members are required to vote as a class.)

NUMBER OF MEMBERS VOTING	TOTAL VOTING POWER	VOTE REQUIRED FOR ADOPTION	VOTE FAVORING ADOPTION

(b) (If the members of any class are entitled to vote as a class, indicate the designation and number of members of each such class, the voting power thereof, and the vote of each such class for the amendment resolution.)

We hereby declare, under the penalties of perjury, that the statements made in the foregoing certificate are true.

NAME OF PRESIDENT OR VICE PRESIDENT (Print or Type)

Adelaide M. Brice, Vice-President

NAME OF SECRETARY OR ASSISTANT SECRETARY (Print or Type)

Robert H. McCandlish - Secretary

SIGNED (President or Vice President)

SIGNED (Secretary or Assistant Secretary)

FILING FEE

\$ 20.

CERTIFICATION FEE

\$

TOTAL FEES

\$ 20.

SIGNED (For Secretary of the State)

CERTIFIED COPY SENT ON (Date)

NOV 19 1970

INITIALS

TO

Richard P. H. - (for members)

CARD

LIST

PROOF

FILED State of Connecticut

NOV 19 1970 - 3 05 PM

Shirley T. Ganga, Secretary of State

[Signature]