

State of Idaho

Office of the Secretary of State

**CERTIFICATE OF AUTHORITY
OF
SEARS PROTECTION COMPANY**

File Number C 141641

I PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: December 7, 2001



Pete T. Cenarrusa
SECRETARY OF STATE

By *Monica Obelberry*



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

DEC 7 10 32

To the Secretary of State of Idaho:

The undersigned Corporation applies for a Certificate of Authority and states as follows:

SECRET
STATE

IDAHO SECRETARY OF STATE
12/07/2001 05:00
CK: 107203192 CT: 21069 BH: 433207
1 @ 100.00 = 100.00 EXDITE C # 2

- The name of the corporation is Sears Protection Company
- The name which it shall use in Idaho is Same as Item #1 above.
- It is incorporated under the laws of Illinois
- Its date of incorporation is September 24, 2001
- The address of its principal office is 3333 Beverly Road, Hoffman Estates, Illinois 60179
- The address to which correspondence should be addressed, if different from item 5, is Same as Item #5 above.
- The street address of its registered office in Idaho is c/o C T Corporation System, 300 North 6th Street, Boise, Idaho 83702, and its registered agent in Idaho at that address is C T Corporation System
- The names and respective business addresses of its directors and officers are:

Name	Office	Address
<u>Mark Good</u>	<u>Director</u>	<u>3333 Beverly Road, Hoffman Estates, IL 60179</u>
<u>Renuka Reddy</u>	<u>Director/President</u>	<u>3333 Beverly Road, Hoffman Estates, IL 60179</u>
<u>Paul Shay</u>	<u>Director/Treas., Sec.</u>	<u>3333 Beverly Road, Hoffman Estates, IL 60179</u>
<u>Christine Menges</u>	<u>Assistant Secretary</u>	<u>3333 Beverly Road, Hoffman Estates, IL 60179</u>
_____	_____	_____
_____	_____	_____

Dated: November 27, 2001

Sears Protection Company

(Corporation name)

By

Christine Menges
Christine Menges

Its Assistant Secretary

(specify capacity of signer)

Customer Acct # :

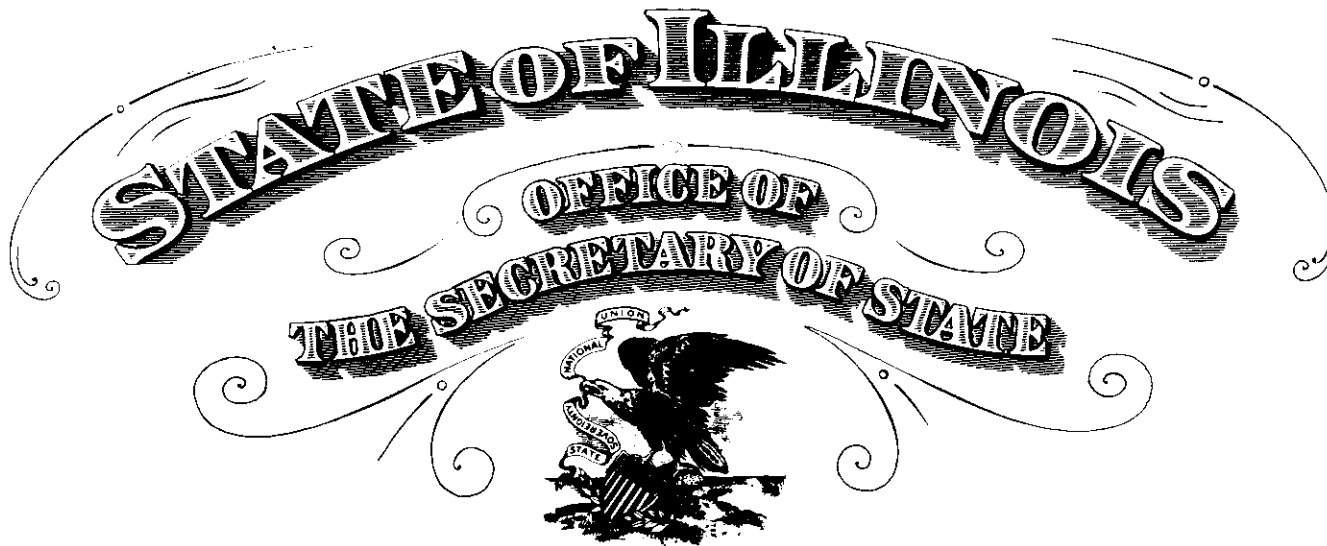
(if using pre-paid account)

Secretary of State use only

9:\corpforms\ACA.pmb Revised 7/97

IDAHO SECRETARY OF STATE
12/07/2001 05:00
CK: 86157 CT: 20160 BH: 433207
1 @ 100.00 = 100.00 AUTH PRO # 2

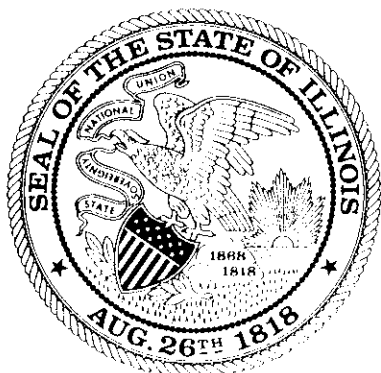
C141641



To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that

SEARS PROTECTION COMPANY, A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE SEPTEMBER 24, 2001, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE BUSINESS CORPORATION ACT OF THIS STATE RELATING TO THE PAYMENT OF FRANCHISE TAXES, AND AS OF THIS DATE, IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF ILLINOIS*****



In Testimony Whereof, I, hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, this 28TH *day of* NOVEMBER *A.D.* 2001 .

Jesse White

SECRETARY OF STATE