



Department of State.

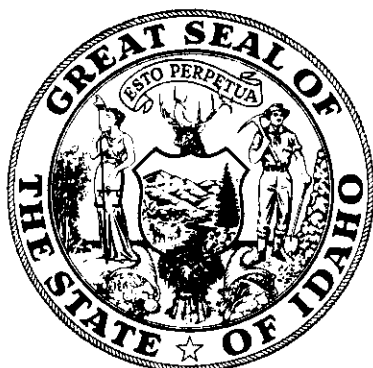
**CERTIFICATE OF AUTHORITY
OF**

HG HOME PROTECTION PLAN, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of HG HOME PROTECTION PLAN, 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 HG HOME PROTECTION PLAN, INC. to transact business in this State under the name HG HOME PROTECTION PLAN, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated January 5, 1931.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

RECEIVED

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

1. The name of the corporation is HG HOME PROTECTION PLAN, INC.
2. *The name which it shall use in Idaho is _____
3. It is incorporated under the laws of California
4. The date of its incorporation is August 29, 1978 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 1291 East Hillsdale Blvd., #304, Foster City, CA 94404
6. The 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
7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
Sale and service of home protection plans.

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

Name	Office	Address
<u>See attached rider.</u>		

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>2,000</u>	<u>Common</u>	<u>\$1.00.</u>

(continued on reverse)

10. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
2,000	Common	\$1.00

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

12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated October 16, 1980

HG HOME PROTECTION PLAN, INC.

By Tandy E. Jackson, Jr.
Its _____ President

and Bill Leung
Its _____ Secretary

STATE OF OKLAHOMA)
) SS:
COUNTY OF TULSA)

I, CINDI M. PARKS, a notary public, do hereby certify that on
this 16th day of October, 19 80, personally appeared before
me Tandy E. Jackson, Jr., who being by me first duly sworn, declared that he
is the President of _____

HG HOME PROTECTION PLAN, INC.

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

Cindi M. Parks
Notary Public

Notary Public

MY COMMISSION EXPIRES SEPTEMBER 12, 1983

*Pursuant to section 30-1-108(b)(1), **Idaho Code**, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.

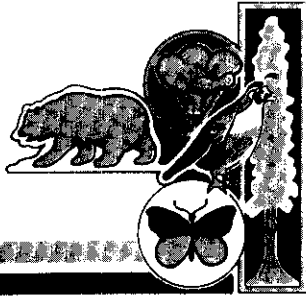
HG HOME PROTECTION PLAN, INC.

OFFICERS

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
Tandy E. Jackson, Jr.	President	1291 East Hillsdale Blvd., #304 Foster City, CA 94404
Nancy Lawton	Vice President	1291 East Hillsdale Blvd., #304 Foster City, CA 94404
Bill Leung	Secretary	1291 East Hillsdale Blvd., #304 Foster City, CA 94404
Eileen Jackson	Treasurer	1291 East Hillsdale Blvd., #304 Foster City, CA 94404

DIRECTORS

<u>NAME</u>	<u>ADDRESS</u>
Tandy E. Jackson, Jr.	1291 East Hillsdale Blvd., #304 Foster City, CA 94404
L. S. Paganis	1291 East Hillsdale Blvd., #304 Foster City, CA 94404
K. G. Paganis	1291 East Hillsdale Blvd., #304 Foster City, CA 94404



State of California

OFFICE OF THE SECRETARY OF STATE

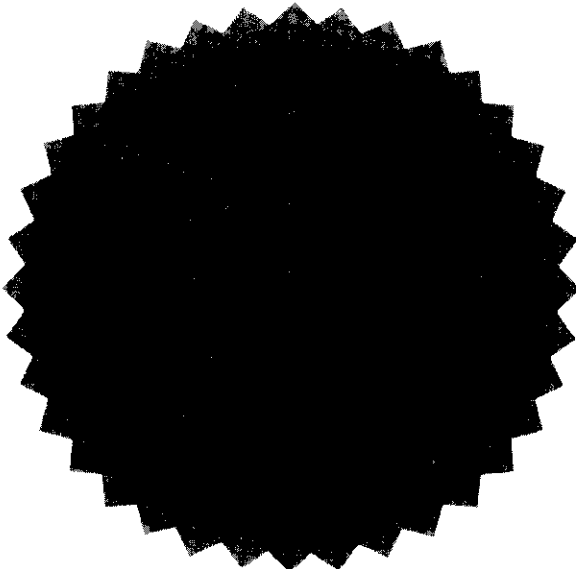
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'81 JAN 5 PM 2:59
SECRETARY OF
STATE

I, *MARCH FONG EU*, Secretary of State of the State of California, hereby certify:

That the annexed transcript was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute
this certificate and affix the Great
Seal of the State of California this

DEC 11 1980



March Fong Eu

Secretary of State

895716

FILED
In the office of the Secretary of State
of the State of California

AUG 29 1978

By Bill Leung Deputy
Secretary of State

ARTICLES OF INCORPORATION
OF
HG HOME PROTECTION PLAN, INC.

I

The name of this corporation is HG HOME PROTECTION
PLAN, INC.

II

The purpose of this corporation is to engage in
any lawful act or activity for which a corporation may be
organized under the General Corporation Law of California
other than the banking business, the trust company business
or the practice of a profession permitted to be incorporated
by the California Corporations Code.

III

The name and address in the State of California
of this corporation's initial agent for service of process
is:


BILL LEUNG, ESQ.
626 Grant Avenue, Suite 202
San Francisco, California 94108

IV

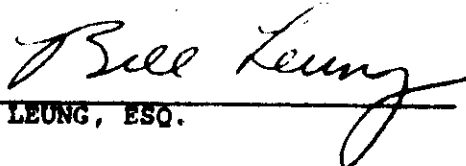
This corporation is authorized to issue only one
(1) class of shares of stock; and the total number of shares

which this corporation is authorized to issue is ONE HUNDRED
THOUSAND (100,000).

Dated: AUG 28 1978.


BILL LEUNG, ESQ.
Incorporator

I hereby declare that I am the person who executed
the foregoing Articles of Incorporation, which execution is
my act and deed.


BILL LEUNG, ESQ.

895716

191501

CALIFORNIA CORPORATION LAWS

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
HG. HOME PROTECTION PLAN, INC.

FILED
In the office of the Secretary of State
of the State of California

SEP 19 1978

By *[Signature]* Secretary of State

Deputy

BILL LEUNG certifies that:

1. He is the incorporator of said corporation.
2. He adopts the following amendment of the Articles of Incorporation of said corporation.

Article IV shall be amended to read as follows:

This Corporation is authorized to issue only one (1) Class of shares of stock; and the number of shares which, this Corporation is authorized to issue is TWO THOUSAND, with a par value of \$1 per share.

3. Said corporation has issued no shares and no directors were named in the Articles of Incorporation or have been elected.

SEP 1 1978

DATED: _____

[Signature]
BILL LEUNG, ESQ.
Incorporator

The undersigned declares under penalty of perjury that the matters set forth in the foregoing certificate are true of his own knowledge.

Executed at San Francisco, California on

SEP 10 1978

[Signature]
BILL LEUNG, ESQ.