

State of Idaho

Department of State

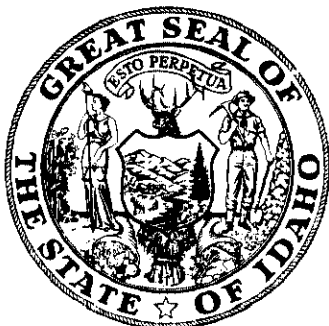
CERTIFICATE OF AUTHORITY OF

SAFELITE GLASS CORP.
File number C 128663

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority to transact business in this State, duly executed 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 transact business in this State attach hereto a duplicate of the Application for such Certificate.

Dated: April 30, 1999



Pete T. Cenarrusa
SECRETARY OF STATE

By *George Delaney*

APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

To the Secretary of State of Idaho:

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

1. The name of the corporation is Safelite Glass Corp.
2. The name which it shall use in Idaho is Safelite Glass Corp.
3. It is incorporated under the laws of Delaware
4. Its date of incorporation is 01/13/87
5. The address of its principal office is 1105 SCHROCK RD
COLUMBUS, OH 43229
6. The address to which correspondence should be addressed, if different from item 5, is _____
PO Box 2000, ATTN: TAX DEPT, COLUMBUS, OH 43216-2000
7. The street address of its registered office in Idaho is 300 NORTH 6TH ST., BOISE ID 83701
_____, and its registered agent in Idaho at that address is CT CORPORATION SYSTEM
8. The names and respective business addresses of its directors and officers are:

| Name | Office | Address |
|---------------------|--------|---------|
| <u>See ATTACHED</u> | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |

Dated: _____

Safelite Glass Corp.
(Corporation name)

By

William J. Ryan

Its V.P. TREASURY & TAXATION
(specify capacity of signer)

Customer Acct # :

(If using pre-paid account)

IDAHO SECRETARY OF STATE
Secretary of State use only

04/30/1999 09:00
CX: 736420 CT: 114072 BH: 212411

1 @ 100.00 = 100.00 AUTH PRO # 2
1 @ 20.00 = 20.00 CORP SUR # 3

C128663

**SAFELITE GLASS CORP.
P.O. BOX 2000
COLUMBUS OH 43216-2000
DIRECTORS LIST**

| NAME | BUSINESS ADDRESS |
|----------------------|---|
| JOHN F. BARLOW | 1106 SCHROCK ROAD COLUMBUS, OHIO 43229 |
| GAREN K. STAGLIN | 1106 SCHROCK ROAD COLUMBUS, OHIO 43229 |
| DOUGLAS A. HERRON | 1106 SCHROCK ROAD COLUMBUS, OHIO 43229 |
| ANTHONY J. DINOVI | THOMAS H. LEE COMPANY 75 STATE STREET, SUITE 2600 BOSTON, MA 02109 |
| SETH W. LAWRY | THOMAS H. LEE COMPANY 75 STATE STREET, SUITE 2600 BOSTON, MA 02109 |
| THOMAS H. LEE | THOMAS H. LEE COMPANY 75 STATE STREET, SUITE 2600 BOSTON, MA 02109 |
| SCOTT SPERLING | THOMAS H. LEE COMPANY 75 STATE STREET, SUITE 2600 BOSTON, MA 02109 |
| SELWYN HERSON | THE WINDSOR PARK GROUP 21031 VENTURA BLVD., SUITE 420 WOODLAND HILLS, CA 91364 |
| ADRIAN JONES | BELRON INTERNATIONAL LIMITED OLD KING'S OBSERVATORY OLD DEER PARK RICHMOND, SURREY, ENGLAND TW9 2AZ |
| JOHN E. MASON | BELRON INTERNATIONAL LIMITED OLD KING'S OBSERVATORY OLD DEER PARK RICHMOND, SURREY, ENGLAND TW9 2AZ |
| M. LOUIS SHAKINOVSKY | BELRON INTERNATIONAL LIMITED OLD KING'S OBSERVATORY OLD DEER PARK RICHMOND, SURREY, ENGLAND TW9 2AZ |
| RONNIE LUBNER | PLATE GLASS & SHATTERPRUFE INDUSTRIES LIMITED P.O. BOX 52561 SAXONWORLD, 2132 JOHANNESBURG, SOUTH AFRICA |
| GARY LUBNER | AUTOGLASS LIMITED ONE PROORY BUSINESS PARK CARDINGTON, BEDFORD MK44 3US |
| RODNEY STANSFIELD | GLASS SOUTH AFRICA LTD. 20 BAKER STREET ROSEBANK, JOHANNESBURG 2196 REPUBLIC OF SOUTH AFRICA |

SAFELITE GLASS CORP.
P.O. BOX 2000
COLUMBUS OH 43216-2000
OFFICERS LIST

| NAME | OFFICE | BUSINESS ADDRESS |
|------------------------------|---|---|
| ROBERT L. AVERS | SENIOR VICE PRESIDENT WHOLESALE SALES | 1105 SCHROCK ROAD COLUMBUS, OHIO 43229 |
| JOHN F. BARLOW | PRESIDENT AND CHIEF EXECUTIVE OFFICER | 1105 SCHROCK ROAD COLUMBUS, OHIO 43229 |
| CRAIG DOUGLAS | VICE PRESIDENT SYSTEMS DEVELOPMENT | 1105 SCHROCK ROAD COLUMBUS, OHIO 43229 |
| THOMAS M. FEENEY | SENIOR VICE PRESIDENT CLIENT SALES AND SUPPORT | 1105 SCHROCK ROAD COLUMBUS, OHIO 43229 |
| DONALD P. GILES | VICE PRESIDENT NETWORK OPERATIONS | 1105 SCHROCK ROAD COLUMBUS, OHIO 43229 |
| NICHOLAS A. GRENVILLE | VICE PRESIDENT RETAIL OPERATIONS | 1105 SCHROCK ROAD COLUMBUS, OHIO 43229 |
| DOUGLAS A. HERRON | SENIOR VICE PRESIDENT TREASURER AND CHIEF FINANCIAL OFFICER | 1105 SCHROCK ROAD COLUMBUS, OHIO 43229 |
| STANLEY J. HOFFMAN | VICE PRESIDENT CREDIT SERVICES | 1105 SCHROCK ROAD COLUMBUS, OHIO 43229 |
| DOUGLAS R. MAEHL | SENIOR VICE PRESIDENT MANUFACTURING, DISTRIBUTION & PURCHASING | 1105 SCHROCK ROAD COLUMBUS, OHIO 43229 |
| JAMES R. RANDOLPH | VICE PRESIDENT STORE DEVELOPMENT & REAL ESTATE | 1105 SCHROCK ROAD COLUMBUS, OHIO 43229 |
| WILLIAM J. RAPP | VICE PRESIDENT TREASURY & TAXATION AND ASSISTANT TREASURER | 1105 SCHROCK ROAD COLUMBUS, OHIO 43229 |
| GAREN K. STAGLIN | CHAIRMAN OF THE BOARD | 1105 SCHROCK ROAD COLUMBUS, OHIO 43229 |
| POE A. TIMMONS | VICE PRESIDENT FINANCE | 1105 SCHROCK ROAD COLUMBUS, OHIO 43229 |
| JAMES K. WEST | SENIOR VICE PRESIDENT INFORMATION SYSTEMS | 1105 SCHROCK ROAD COLUMBUS, OHIO 43229 |
| ELIZABETH A. WOLSZON | SENIOR VICE PRESIDENT MARKETING AND STRATEGIC PLANNING | 1105 SCHROCK ROAD COLUMBUS, OHIO 43229 |
| DAVID W. WOOD | VICE PRESIDENT, GENERAL COUNSEL AND SECRETARY | 1105 SCHROCK ROAD COLUMBUS, OHIO 43229 |

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SAFELITE GLASS CORP." 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 SIXTEENTH DAY OF APRIL, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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



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A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

9690721

04-16-99