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File Number

5898-281-4

96602723

DEPT-01 RECORDING \$29.00
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 COOK COUNTY RECORDER

State of Illinois
 Office of
 The Secretary of State

96602723

220

Whereas, APPLICATION FOR CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN THIS STATE OF

THE DIAL CORPORATION
 INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE HAS BEEN FILED IN THE OFFICE OF THE SECRETARY OF STATE TO TRANSACT ALL BUSINESS IN ILLINOIS UNDER THE ASSUMED NAME OF
 THE DIAL CORPORATION OF ARIZONA
 AS PROVIDED BY THE "BUSINESS CORPORATION ACT" OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

Now Therefore, I, George H. Ryan, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, at the City of Springfield, this 2ND day of AUGUST A.D. 19 96 and of the Independence of the United States the two hundred and 21ST



George H Ryan

Secretary of State

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ESTD 1831

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Form **BCA-4.15/4.20**
(Rev. Jul. 1984)

APPLICATION TO ADOPT,
CHANGE OR CANCEL,
AN ASSUMED CORPORATE NAME

File #

George H. Ryan
Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-9520

FILED

AUG 2 1996

GEORGE H. RYAN
SECRETARY OF STATE

SUBMIT IN DUPLICATE

This space for use by
Secretary of State

Date 8-2-96

Filing Fee 140.00

Approved: JRK

Permit payment in check or money
order, payable to "Secretary of State".

- CORPORATE NAME: THE DIAL CORPORATION
- State or Country of Incorporation: Delaware
- Date incorporated (if an Illinois corporation) or date authorized to transact business in Illinois (if a foreign corporation): 8-2-1996
(Complete No. 4 and No. 5 if adopting or changing an assumed corporate name.) 96602723
- The corporation intends to adopt and to transact business under the assumed corporate name of:
THE DIAL CORPORATION OF ARIZONA
- The right to use the assumed corporate name shall be effective from the date this application is filed by the Secretary of State until 8-1-1997, the first day of the corporation's anniversary month in the next year which is evenly divisible by five.
(Complete No. 6 if changing or cancelling an assumed corporate name.)
- The corporation intends to cease transacting business under the assumed corporate name of:
- The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true.

Dated July 23, 19 96

THE DIAL CORPORATION

(Exact Name of Corporation)

attested by Carol Kotek
(Signature of Secretary or Assistant Secretary)
Carol Kotek, Assistant Secretary
(Type or Print Name and Title)

by F. G. Emerson
(Signature of President or Vice President)
F. G. Emerson, Vice President
(Type or Print Name and Title)

NOTE: The filing fee to adopt an assumed corporate name is \$20 plus \$2.50 for each month or part thereof between the date of filing this application and the date upon which the corporation may renew its name.
The fee for cancelling an assumed corporate name is \$5.00.
The fee to change an assumed name is \$25.

EXPEDITED

BOX 170

AUG 2 1996

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Form **BCA-13.15**

APPLICATION FOR CERTIFICATE OF AUTHORITY TO TRANACT BUSINESS IN ILLINOIS

(Rev. Jan. 1995)

George H. Ryan
Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-1834

This space for use by Secretary of State

FILED

AUG 2 1996

GEORGE H. RYAN
SECRETARY OF STATE

This space for use by Secretary of State

Date 8-2-96
License Fee \$
Franchise Tax \$ 25.00
Filing Fee \$ 75.00
Penalties \$ 100.00
Approved: GRK

Payment must be made by certified check, cashier's check, Illinois attorney's check, Illinois C.P.A.'s check or money order, payable to "Secretary of State."

1. (a) CORPORATE NAME: The Dial Corporation

(Complete item 1 (b) only if the corporate name is not available in this state.)

(b) ASSUMED CORPORATE NAME: The Dial Corporation of Arizona
(By electing this assumed name, the corporation hereby agrees NOT to use its corporate name in the transaction of business in Illinois. Form BCA 4.15 is attached.)

2. (a) State or Country of Incorporation: Delaware

(b) Date of Incorporation: June 3, 1996 96602723

(c) Period of Duration: Perpetual

3. (a) Address of the principal office, wherever located: 1850 N. Central Ave.
Phoenix, Arizona 85077
(b) Address of principal office in Illinois: None
(if none, so state)

EXPEDITED

AUG 2 1996

4. Name and address of the registered agent and registered office in Illinois.

SECRETARY OF STATE

Registered Agent C T Corporation System
First Name Middle Name Last Name

Registered Office c/o C T Corporation System, 208 S. La Salle Street
Number Street Suite #
Chicago 60604 Cook
City Zip Code County

5. States and countries in which it is admitted or qualified to transact business: (Include state of incorporation)

6. Names and residential addresses of officers and directors:

Name	No. & Street	City	State	Zip
President	See attached list of officers			
Secretary				
Director	G. Gene Lemon, 1136 W. Butler Dr.	Phoenix	Arizona	85021
Director	Frederick G. Emerson, 4011 E. San Juan Ave.	Phoenix	Arizona	85018
Director	Peter J. Novak, 4309 E. Palo Verde Dr.	Phoenix	Arizona	85018

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7. Purpose or purposes proposed to be pursued in transacting business in this state:
(If not sufficient space to cover this point, add one or more sheets of this size.)

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized to do business under the General Corporation Law of the state of Delaware and permitted under the Illinois Business Corporation Act.

8. Authorized and issued shares:

Class	Series	Par Value	Number of Shares Authorized	Number of Shares Issued
Common	(No series)	\$0.01	1,000	1,000
Preferred	(No series)	\$0.01	100	0

9. Paid-in Capital: \$10

("Paid-in Capital" replaces the terms Stated Capital & Paid-in Surplus and is equal to the total of these accounts.)

10. (a) Give an estimate of the total value of all the property* of the corporation for the following year: \$300,000,000
- (b) Give an estimate of the total value of all the property* of the corporation for the following year that will be located in Illinois: \$100,000,000
- (c) State the estimated total business of the corporation to be transacted by it everywhere for the following year: \$1,000,000,000
- (d) State the estimated annual business of the corporation to be transacted by it at or from places of business in the State of Illinois: \$20,000,000

11. Interrogatories: (Important - this section must be completed.)

- ** (a) Office or offices to which all contracts with the corporation are forwarded for final acceptance:
Office: 1850 N. Central Ave., Phoenix, Arizona 85077.
- (b) Number of shares of all classes owned by residents of Illinois: 0
- (c) Number of shares of all classes owned by non-residents of Illinois: 1,000
- (d) Is the corporation transacting business in this state at this time? No
- (e) If the answer to item 11(d) is yes, state the exact date on which it commenced to transact business in Illinois:

96602723

12. This application is accompanied by a certified copy of the articles of incorporation, as amended, duly authenticated, within the last ninety (90) days, by the proper officer of the state or country wherein the corporation is incorporated.

13. The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **BLACK INK**)

Dated July 23, 1994 The Dial Corporation
(Exact Name of Corporation)

attested by Carol Kotek by F.G. Emerson
(Signature of Secretary or Assistant Secretary) (Signature of President or Vice President)

Carol Kotek, Assistant Secretary F.G. Emerson, Vice Pres.
(Type or Print Name and Title) (Type or Print Name and Title)

* PROPERTY as used in this application shall apply to all property of the corporation, real, personal, tangible, intangible, or mixed without qualifications.

** When the response to #11(a) lists ONLY an Illinois address, then the total business as reflected in #10(c) is also considered to be Illinois business for the purpose of computing the Illinois allocation factor. By signing this application, the corporation affirms that it is aware that the amount of paid-in capital, and consequently the amount of license fees and franchise taxes, may be proportionately higher due to the Illinois address shown under #11(a).

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Appendix to Illinois
Application for Certificate of Authority to Transact Business in Illinois

Officers of The Dial Corporation

1. L. Gene Lemon, President
1136 W. Butler Dr.
Phoenix, Arizona 85021
2. Frederick G. Emerson, Vice President & Secretary
4011 E. San Juan Ave.
Phoenix, Arizona 85018
3. Ronald G. Nelson, Vice President-Finance & Treasurer
12651 N. 102nd St.
Scottsdale, Arizona 85260
4. Peter J. Novak, Vice President & General Counsel
4309 E. Palo Verde Dr.
Phoenix, Arizona 85018
5. Carol Kotek, Assistant Secretary
8936 W. Sequoia Dr.
Peoria, Arizona 85382
6. Michel E. Mazakis, Assistant Secretary
525 E. Canterbury Dr.
Phoenix, Arizona 85022

BOX 170

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