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#### FOREIGN PROFIT/NONPROFIT CORPORATION Hearst Properties Inc.

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## APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

Hearst Properties Inc.  (Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"				
	" "Corp." "Inc," "Co," or "Corp.")	RD,	COMPANY, CORPORATION,	
•	•			
		•		_
(If name un	svallable in Florida, enter alternata corporate n		adopted for the purpose of transacting business in Florida)	•
Delaware		_ 3.	43-1016745	
(State or cou	ntry under the law of which it is incorporated)		(FEI number, if applicable)	•
November		, 5.	Perpotual	<u></u> ;
	Date of incorporation)		(Duration: Year corp. will cease to exist or "perpetual")	
December			· · · · · · · · · · · · · · · · · · ·	÷
			r Florida, if prior to registration) i02, F.S., to determine penalty liability)	
200 117	M. O Name Vante BISC 10010			
DOM MORE DA	th Street, New York, NY 10019			·
300 W661 37	(Principal office	sddı	<b>*\$5\$</b> )	<del>-</del> ,
<u>'</u>	(Principal office th Street, New York, NY 10019			<del></del> ;
<u></u>	(Principal office			<del></del> '
300 West 57	(Principal office th Street, New York, NY 10019  (Current mailing sylving stations	oddi	<del>7</del> €	
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300 West 57	(Principal office th Street, New York, NY 10019  (Current mailing evision stations use(s) of corporation authorized in home state of	oddi or co	untry to be carried out in state of Florida)	13 JAN
operates tel (Purpo	(Principal office th Street, New York, NY 10019  (Current mailing evision stations use(s) of corporation authorized in home state of street address of Florida registered agent:	oddi or co	untry to be carried out in state of Florida)	
300 West 57	(Principal office th Street, New York, NY 10019  (Current mailing system system)  (Current mailing avision stations authorized in home state of street address of Florida registered agent:  C T Corporation System	oddi or co	untry to be carried out in state of Florida)	JAN -3
operates tel (Purpo	(Principal office th Street, New York, NY 10019  (Current mailing evision stations  esse(s) of corporation authorized in home state of street address of Florida registered agent:  C T Corporation System  1200 South Pine Island Road	oddi or co	entry to be carried out in state of Florida)  D. Box NOT acceptable)	JAN -3 AM
operates tel (Purpo	(Principal office th Street, New York, NY 10019  (Current mailing evision stations  esse(s) of corporation authorized in home state of street address of Florida registered agent:  C T Corporation System  1200 South Pine Island Road	oddi or co	unitry to be carried out in state of Piorida)  D. Box NOT acceptable)	JAN -3 AM

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

By Lol Carporation System

(Registered agent's signature)

Michael Malkowski Vice Prasident

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and business addresses of officers and/or directors: A. DIRECTORS Chairman: Please see attached Addendum Vice Chairmen: Director: \_\_\_\_\_ Director: Address: \_ B. OFFICERS President: Pisase see attached Addendum Address: Vice President: Scoretary: \_ Address: \_ Treasurer: NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors. Catherine A. Bort Signature of Director or Officer The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. 14. Catharine A. Bostron, Secretary (Typed or printed name and capacity of person signing application)

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#### ADDRNOUM

12. Names and business addresses of officers and/or directors:

#### A. DIRECTORS

David I. Barrett 300 West 57th Street, New York, NY 10019
John Drain 300 West 57th Street, New York, NY 10019
300 West 57th Street, New York, NY 10019

#### B. OFFICERS

President	David J. Barrett	300 West 57th Street, New York, NY 10019
Executive Vice President	Jordan Wertlieb	300 West 57th Street, New York, NY 10019
Senior Vice President	John Drain	300 West 57th Street, New York, NY 10019
Vice President	Jeana Stauley	300 West 57th Street, New York, NY 10019
Secretary	Catherine Bostron	300 West 57th Street, New York, NY 10019
Assistant Secretary	Larry M. Losb	300 West 57* Street, New York, NY 10019
Assistant Treasurer	David L. Kors	214 N. Tryon Street, Charlotte, NC 28202
Assistant Treasurer	Warren K. McDonald	214 N. Tryon Street, Charlotte, NC 28202

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# Delaware

### The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HEARST PROPERTIES INC." 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 THIRD DAY OF JANUARY, A.D. 2013.

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

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

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DATE: 01-03-13

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