

Document Number Only

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C T CORPORATION SYSTEM

660 East Jefferson Street

Requestor's Name

Tallahassee, Florida 32301

Address

(850) 222-1092

City

State

Zip

Phone

900002717379--9

-12/21/98--01045--012

\*\*\*\*\*35.00 \*\*\*\*\*35.00

CORPORATION(S) NAME

Crystone Capital Corporation

Changing name to:

HR Acquisition I Corporation

Profit

NonProfit

Limited Liability Company

Foreign

Amendment

Dissolution/Withdrawal

Merger

Mark

Limited Partnership

Reinstatement

Limited Liability Partnership

Certified Copy

Annual Report

Fict. Filing

Photo Copies

Other

Change of R.A.

UCC-1 UCC-3

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ORC 12/22

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Thanks, Melanie

DEC 21 1998

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Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CR2E031 (1-89)

NC  
ORC 12/22

98 DEC 21 PM 3:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

RECEIVED  
98 DEC 21 PM 2:10  
OFFICE OF CORPORATIONS

# PROFIT CORPORATION

## APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA (Pursuant to s. 607.1504, F.S.)

FILED  
98 DEC 21 PM 3:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

### SECTION I

(1-3 must be completed)

1. Capstone Capital Corporation  
Name of corporation as it appears on the records of the Department of State.
2. Maryland  
Incorporated under the laws of
3. June 15, 1994  
Date authorized to do business in Florida

### SECTION II

(4-7 complete only the applicable changes)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? October 15, 1998

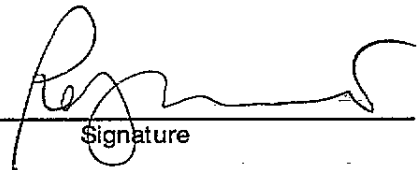
5. HR Acquisition I Corporation  
Name of corporation after the amendment, adding suffix "corporation", "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.

6. If the amendment changes the period of duration, indicate new period of duration.

\_\_\_\_\_  
New Duration

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

\_\_\_\_\_  
New Jurisdiction

  
Signature

Typed or printed name Roger O. West  
Executive Vice President

December 4, 1998  
Date

Executive Vice President  
Title



60-15 1-10-A

**ARTICLES OF AMENDMENT AND RESTATEMENT  
OF  
HR ACQUISITION I CORPORATION**

**ARTICLE I**

**NAME**

The name of this corporation shall be HR Acquisition I Corporation. ✓

**ARTICLE II**

**PURPOSE**

The purpose for which this corporation is formed is to engage in the ownership of real property and any other lawful act or activity for which corporations may be organized under the General Corporation Law of Maryland as now or hereinafter in force.

**ARTICLE III**

**PRINCIPAL OFFICE AND RESIDENT AGENT**

The post office address of the principal office of the corporation in the State of Maryland is CSC-Lawyers Incorporating Service Company, c/o James E. Baker, Esq., 100 Light Street, Sixth Floor, Baltimore, Maryland 21202. The name of the resident agent of the corporation in the State of Maryland is CSC-Lawyers Incorporating Service Company, and the post office address is 100 Light Street, Sixth Floor, Baltimore, Maryland 21202, but this corporation may maintain an office or offices in such other place or places as may be from time to time, fixed by its Board of Directors or as may be fixed by the Bylaws of the corporation. ✓

**ARTICLE IV**

**CAPITAL STOCK**

The total number of shares of stock which the Corporation shall have authority to issue is Sixty Million (60,000,000), of which Fifty Million (50,000,000) shall be shares of common stock having a par value of \$.001 per share ("Common Stock") and Ten Million (10,000,000) shall be shares of preferred stock having a par value of \$.001 per share ("Preferred Stock"). The Common Stock and the Preferred Stock are sometimes referred to collectively as the "Capital Stock." The aggregate par value of all said shares of Capital Stock shall be Sixty Thousand Dollars (\$60,000.00).

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7  
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ARTICLE V

DIRECTORS

The board of directors shall consist of three (3) members, and the following individuals are elected to serve as directors of HR Acquisition I Corporation until the next annual meeting of shareholders and/or until their successors shall have been elected and shall qualify or until their earlier resignation or removal:

David R. Emery  
Timothy G. Wallace  
Roger O. West

ARTICLE VI

LIMITATION ON PERSONAL LIABILITY  
OF DIRECTORS AND OFFICERS: INDEMNIFICATION

A director or officer shall not be personally liable to the corporation or its stockholders for money damages unless (i) it is proved that the person actually received an improper benefit or profit in money, property, or services, for the amount of the benefit or profit in money, property, or services actually received or (ii) a judgment or other final adjudication adverse to the person is entered in a proceeding, based on a finding in the proceeding that the person's action, or failure to act, was the result of active and deliberate dishonesty and was material to the cause of action adjudicated in the proceeding.

If the law of the State of Maryland is hereafter amended to authorize corporate action further limiting or eliminating the personal liability of directors or officers or expanding such liability, then the liability of directors or officers to the corporation or its shareholders shall be limited or eliminated to the fullest extent permitted by Maryland law as so amended from time to time. Any repeal or modification of this Article Seven by the shareholders of the corporation shall be prospective only, and shall not adversely affect any limitation on the personal liability of a director or officer or the corporation existing at the time of such repeal or modification.

The corporation shall indemnify directors, officers, employees and agents to the fullest extent permitted by the law of the State of Maryland. The corporation may purchase and maintain liability insurance, or make other arrangements for such obligations or otherwise, to the extent permitted by the law of

the State of Maryland, whether or not the corporation would have the power to indemnify against liability under the provision of such law.

5-10-64  
1-1-70

IN WITNESS WHEREOF, HR Acquisition I Corporation has caused these presents to be signed in its name and on its behalf by its President, attested by its Secretary, on October 15, 1998.

HR ACQUISITION I CORPORATION

By: David R Emery  
David R. Emery, President

Attest:

Rog West  
Roger O. West, Secretary

THE UNDERSIGNED, President of HR Acquisition I Corporation, who executed on behalf of said corporation the foregoing Articles of Amendment and Restatement of Charter, of which this certificate is made a part, hereby acknowledges, in the name and on behalf of said corporation, the foregoing Articles of Amendment and Restatement of Charter to the corporate act of said corporation and further certifies that, to the best of his knowledge, information and belief, the matters and facts set forth therein with respect to the approval thereof are true in all material respects, under the penalties of perjury.

David R Emery  
David R. Emery, President