

F00000007193

CORPORATION(S) NAME

HQ Global Workplaces, Inc.

HQ Global Workplaces, Inc.

600003514226--8
-12/27/00--01048--003
*****70.00 *****70.00

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Other
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Change of RA
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> CUS
<input type="checkbox"/> Photocopies	<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Will Wait	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In		<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

12/27/00

Order#: 3485388

Ref#: _____

Amount: \$ _____

FILED
00 DEC 27 PM 3:39
RECEIVED
00 DEC 27 AM 11:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATION

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

A CCH LEGAL INFORMATION SERVICES COMPANY

**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.*

1. HQ GLOBAL WORKPLACES, INC.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. USA DELAWARE 3. Applied For
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. May 24, 2000 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 15950 N. Dallas Parkway, Suite 400, Dallas, TX 75248
(Current mailing address)

8. Office outsourcing
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box NOT acceptable)

Name: C T Corporation System


Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324
(Zip code)

10. **Registered agent's acceptance:**

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.

C T Corporation System

 Michael E. Jones
(Registered agent's signature) Assistant Secretary

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.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: See attached.

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: See attached.

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Jill B. Louis
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Jill B. Louis, Vice President

(Typed or printed name and capacity of person signing application)

**Officers and Directors
of
HQ Global Workplaces, Inc.**

<u>Name</u>	<u>Office</u>	<u>Address</u>
Gary Kusin	CEO & Director	15950 N. Dallas Parkway, Suite 350 Dallas, TX 75248
David Rupert	President & COO	15950 N. Dallas Parkway, Suite 350 Dallas, TX 75248
Joseph D. Wallace	Senior Vice President	15950 N. Dallas Parkway, Suite 350 Dallas, TX 75248
Jill B. Louis	Vice President & Secretary	15950 N. Dallas Parkway, Suite 350 Dallas, TX 75248
John Bailey	Vice President & Treasurer	15950 N. Dallas Parkway, Suite 350 Dallas, TX 75248
Kimberly Samon	Vice President	15950 N. Dallas Parkway, Suite 800 Dallas, TX 75248
Mark McCarty	Assistant Secretary	15950 N. Dallas Parkway, Suite 350 Dallas, TX 75248
Leta Simmons	Assistant Secretary	15950 N. Dallas Parkway, Suite 350 Dallas, TX 75248
Lisa Stapleton	Assistant Secretary	15950 N. Dallas Parkway, Suite 350 Dallas, TX 75248
William McCalmont	Senior Vice President & Chief Financial Officer	15950 N. Dallas Parkway, Suite 350 Dallas, TX 75248
Scott Rechler	Chairman of Board & Director	15950 N. Dallas Parkway, Suite 350 Dallas, TX 75248
Michael Maturo	Director	15950 N. Dallas Parkway, Suite 350 Dallas, TX 75248
Stephen Rathkopf	Director	15950 N. Dallas Parkway, Suite 350 Dallas, TX 75248
Thomas Carr	Director	15950 N. Dallas Parkway, Suite 350 Dallas, TX 75248

State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HQ GLOBAL WORKPLACES, 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 TWENTY-FIRST DAY DECEMBER, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

FILED
DEC 27 PM 3:39
CLERK OF STATE
TALLAHASSEE, FLORIDA



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

Edward J. Freel, Secretary of State

AUTHENTICATION: 0871062

3234033 8300

001642598

DATE: 12-21-00