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FILED
01 MAY 17 PM 12:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DATE: 5-17-01

NAME: HH GLOBAL CAPITAL PARTNERS INC.

TYPE OF FILING: FOREIGN CORP. QUALIFICATION

COST: 87.50

RETURN: CERTIFIED COPY & GOOD STANDING

CHECK # 29603 for \$87.50 is attached

RECORDED
01 MAY 17 AM 10:23
DIVISION OF CORPORATION

BK

ACCOUNT: ~~FOA000000000~~

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-05/17/01--01070--007
*****87.50 *****87.50

AUTHORIZATION: ABBIE/PAUL HODGE

**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. HH Global Capital Partners 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. Delaware 3. 65-1100354
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. April 18, 2001 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 1451 W. Cypress Creek Road, Suite 300, Fort Lauderdale, FL 33309
(Principal office address)
1451 W. Cypress Creek Road, Suite 300, Fort Lauderdale, FL 33309
(Current mailing address)
8. to engage in any lawful business allowed under Florida law
(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: HCRM Corp.
Office Address: 2200 Corporate Blvd. N.W., Suite 401
Boca Raton, Florida 33431
(City) (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.


(Registered agent's signature)

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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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B. OFFICERS

President: Peter Sebestyen

Address: 1010 SW 46 Avenue, #210

Pompano Beach, FL 33069

Vice President: Goar Akopian

Address: 1010 SW 46 Avenue, #210

Pompano Beach, FL 33069

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. _____

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. _____

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

State of Delaware
Office of the Secretary of State

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HH GLOBAL CAPITAL PARTNERS 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 FIFTEENTH DAY OF MAY, A.D. 2001.

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3381401 8300

AUTHENTICATION: 1134854

010233350

DATE: 05-15-01