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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN FEB - 6 2003

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: HCR, Inc.
(Name of corporation - must include suffix)

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Scott Druker

(Name of Person)

Caler, Danten, Levine, Druker, Porter + Veil, P.A.

(Firm/Company)

505 So. Flagler Drive, Ste. 900

(Address)

West Palm Beach, FL 33401

(City/State and Zip code)

For further information concerning this matter, please call:

Same

(Name of Person)

at (561) 832-9292

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☒ \$87.50 Filing Fee, Certificate of Status & Certified Copy

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. HCR, 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. 58-1444609
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 1-14-1986 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. % Caler, Dorton, Levine, Druker, Porter + Veil, P.A.
(Principal office address)
505 So. Flagler Drive, Suite 900
West Palm Beach, FL 33401
(Current mailing address) — Same

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

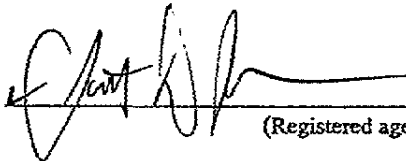
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Scott Druker

Office Address: Caler, Dorton, Levine, Druker, Porter + Veil, P.A.
505 So. Flagler Drive, Suite 900
West Palm Beach, Florida 33401
(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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JACKSONVILLE CORPORATION'S
TALLAHASSEE, FLORIDA

HCR, Inc.

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

A. DIRECTORS

Chairman: W. L. Hanley, Jr.

Address: 250 Jungle Road
Palm Beach, FL 33480

Vice Chairman: _____

Address: _____

Director: J. J. Slade

Address: 535 Madison Ave - Ste. 7, 35th floor,
New York, NY 10022 - 4212

Director: F. N. Carducci

Address: % 535 Madison Ave., Ste. 7, 35th floor
New York, NY 10022 - 4212

B. OFFICERS

President: W. L. Hanley, Jr.

Address: 250 Jungle Road
Palm Beach, FL 33480

Vice President: A. A. Hoffman

Address: 250 Jungle Road
Palm Beach, FL 33480

Secretary: F. N. Carducci

Address: % 535 Madison Ave., Ste. 7, 35th floor
NY, NY 10022 - 4212

Treasurer: F. N. Carducci

Address: % 535 Madison Ave., Ste. 7, 35th floor
NY, NY 10022 - 4212

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)

13. 14. W. L. Hanley, Jr.
(Typed or printed name and capacity of person signing application)

14. W. L. Hanley, Jr.
Chairman + President

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JUNIOR INCORPORATIONS
TALLAHASSEE, FLORIDA

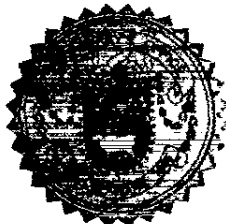
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HCR, 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-SECOND DAY OF JANUARY, A.D. 2003.

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2081032 8300

AUTHENTICATION: 2216916

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DATE: 01-22-03