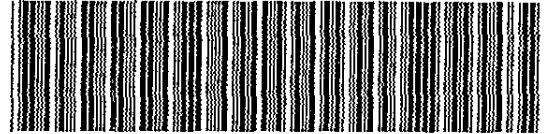


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03 SEP 24 AM 11:12

CLERK OF STATE  
TALLAHASSEE, FLORIDA



900023268919

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

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WAIT

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MAIL

(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

Phone: (202) 944-3583  
Fax: (202) 944-3068  
Email: shehadeh@blankrome.com

September 22, 2003

**BY FEDERAL EXPRESS**

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

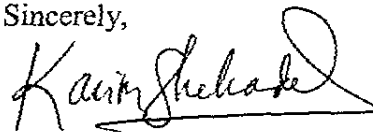
Re: HMS-Bahamas Florida Express, Inc.

Dear Sir or Madam:

Enclosed for filing are duplicate applications for authority to transact business in Florida for HMS-Bahamas Florida Express, Inc., a Delaware corporation. We have enclosed with the applications (1) one original and one copy of a certificate of existence and good standing from the Delaware Secretary of State, and (2) a check for \$78.75 payable to the Florida Department of State to cover the filing fee and the issuance of a certified copy of the enclosed documents.

Please call me if you have any questions.

Sincerely,



Karim K. Shehadeh  
Associate

Enclosures

cc: Sandra Colunga

**TRANSMITTAL LETTER**

FILED  
03 SEP 24 AM 11:12  
TALLAHASSEE, FLORIDA

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** HMS-Bahamas Florida Express, Inc.  
(Name of corporation - must include suffix)

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:

Karim Shehadeh

(Name of Person)

Blank Rome LLP

(Firm/Company)

600 New Hampshire Ave., N.W.; The Watergate

(Address)

Washington, DC 20037

(City/State and Zip code)

For further information concerning this matter, please call:

Karim Shehadeh

(Name of Person)

at ( 202 ) 944-3000

(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**

FILED

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.

03 SEP 24 AM 11:12

DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

1. HMS-Bahamas Florida Express, 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

(State or country under the law of which it is incorporated)

3. \_\_\_\_\_

(FEI number, if applicable)

4. July 7, 2003

(Date of incorporation)

5. perpetual

(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. 115 E. Market Street, New Albany, IN 47150

(Principal office address)

(Current mailing address)

To engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware, or qualified to transact business in the State of Florida.

8. \_\_\_\_\_

(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: CT Corporation System

Office Address: 1200 South Pines Island Road

Plantation

(City)

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.*

CT Corporation System



(Registered agent's signature)

Judith B. Argao  
Asst. Secretary & V. President

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 business addresses of officers and/or directors:

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03 SEP 24 AM 11:12

A. DIRECTORS

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: John W. Waggoner

Address: 115 E. Market Street, New Albany, IN 47150

Director: \_\_\_\_\_

Address: \_\_\_\_\_

B. OFFICERS

President: John W. Waggoner

Address: 115 E. Market Street, New Albany, IN 47150

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: Terry A. MacRae

Address: 115 E. Market Street, New Albany, IN 47150

~~Treasurer:~~ Chief Financial Officer: Terry A. MacRae

Address: 115 E. Market Street, New Albany, IN 47150

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. John W. Waggoner  
(Typed or printed name and capacity of person signing application)

# Delaware

*The First State*

PAGE 1

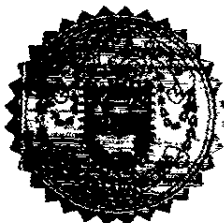
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DEPARTMENT OF STATE  
HALL CHASSEE, FLORIDA

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF  
DELAWARE, DO HEREBY CERTIFY "HMS-BAHAMAS FLORIDA EXPRESS, 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 SIXTEENTH DAY OF  
SEPTEMBER, A.D. 2003.

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

AUTHENTICATION: 2636255

DATE: 09-16-03

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