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Florida Department of State  
Division of Corporations  
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To: Division of Corporations  
Fax Number : (850) 617-6381

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**\*RE-SUBMIT\***

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\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\*

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## FOREIGN PROFIT/NONPROFIT CORPORATION

harp, inc

Certificate of Status	0
Certified Copy	0
Page Count	0509
Estimated Charge	\$70.00

FILED  
12 SEP 10 AM 10:17  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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Corporate Filing Menu

Help



August 22, 2012

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

C T CORPORATION SYSTEM

SUBJECT: HARP, INC.  
REF: W12000043733

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, and Inc.

If you have any further questions concerning your document, please call (850) 245-6052.

Thomas Chang  
Regulatory Specialist II  
New Filing Section

FAX Aud. #: H12000210087  
Letter Number: 612A00021577

P.O BOX 6327 - Tallahassee, Florida 32314

UNANIMOUS CONSENT OF DIRECTORS

IN LIEU OF

SPECIAL MEETING

OF

HARP, INC.

The undersigned, being all the directors of Harp, Inc., a Delaware non-profit and non-stock corporation (the "Corporation") DO HEREBY CONSENT to the adoption of, and DO HEREBY ADOPT, the resolutions hereinafter set forth with the same force and effect as if they had been duly adopted at a special meeting of the Board of Directors of the Corporation duly called and held for such purpose, and DO HEREBY DIRECT the Secretary of the Corporation to file this Consent in the minute books of the Corporation:

WHEREAS, the Corporation desires to do business in the State of Florida; and

WHEREAS, the Corporation's name is unavailable in the State of Florida;

RESOLVED, that:

1. Alternate Name. The alternate name of "Harp, a Risk Purchasing Group Inc." is hereby adopted for use in the State of Florida and any other state for which the name Harp, Inc. is unavailable.

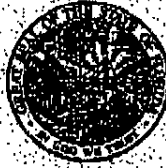
2. Authorization to Commence Business Operations under the Alternate Name. The President and all other officers of the Corporation are hereby authorized and directed to take all actions necessary and appropriate to cause the Corporation to engage in such business activities as may be permitted by the Corporation's certificate of incorporation and applicable law under the Alternate name of "Harp, a Risk Purchasing Group Inc." in the State of Florida and any other state for which the name Harp, Inc. is unavailable.

Dated as of the 5<sup>th</sup> day of September, 2012.

  
Tushar T. Vadi, President and Director

  
Carl Gerson, Secretary and Director

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FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS

**RESOLUTION OF THE BOARD OF DIRECTORS TO ADOPT AN  
ALTERNATE NAME FOR USE IN FLORIDA**

(Pursuant to section 607.1506 or 617.1506, F.S.)

(Please print or type)

I, the undersigned Carl Gerson do hereby certify  
(Name)

that this Resolution of the Board of Directors of \_\_\_\_\_

Harp, Inc.  
(Name of Corporation)

a corporation duly organized and existing under the laws of Delaware  
(State or Country)

was adopted on September 5, 2012 adopting the alternate

name of Harp, a Risk Purchasing Group Inc.  
(Alternate Name) NOTE: Must contain a corporate suffix)

for use in Florida as its real name is unavailable in Florida.

Date: 09/05/2012

[Signature]  
Signature of Chairman, Vice Chairman of the Board, a  
director or any officer

Secretary  
Title of person signing

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**FILING FEE \$35**

***(No fee required if submitted with a foreign not for profit qualification or amendment)***

Make checks payable to Florida Department of State and mail to:

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

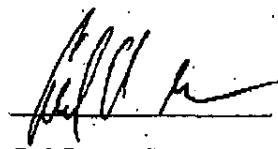
CR2E126 (6/08)

**SECRETARY'S CERTIFICATE**

Carl Gerson, Secretary of Harp, Inc. (the "Corporation"), hereby certifies that the following is a true copy of a resolution of the Board of Directors of the Corporation adopted as of the 5<sup>th</sup> of September 2012:

"1. Alternate Name. The alternate name of "Harp, a Risk Purchasing Group Inc." is hereby adopted for use in the State of Florida and any other state for which the name Harp, Inc. is unavailable."

"2. Authorization to Commence Business Operations under the Alternate Name. The President and all other officers of the Corporation are hereby authorized and directed to take all actions necessary and appropriate to cause the Corporation to engage in such business activities as may be permitted by the Corporation's certificate of incorporation and applicable law under the Alternate name of "Harp, a Risk Purchasing Group Inc." in the State of Florida and any other state for which the name Harp, Inc. is unavailable."

 9-5-12  
Carl Gerson, Secretary      Date

\_\_\_\_\_  
Corporate Seal

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**COVER LETTER**

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** Harp, Inc.  
Name of Corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida", "Certificate of Existence", or "Certificate of Good Standing" and check are submitted to register the above referenced not for profit corporation to conduct its affairs in Florida.

Please return all correspondence concerning this matter to the following:

Abe M. Rychik  
Name of Person

Katz & Rychik P.C.  
Firm/Company

30 Broad Street, 8th Floor  
Address

New York NY 10004  
City/State and Zip Code

arychik@katzrychik.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Abe M. Rychik at ( 212 ) 766-4700  
Name of Person Area Code & Daytime Telephone Number

**MAILING ADDRESS:**  
New Filing Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**STREET/COURIER ADDRESS:**  
New Filing Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

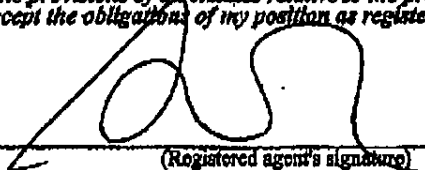
Enclosed is a check for the following amount:

- ☐ \$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

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TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:**

1. Harp, Inc.  
(Name of corporation: must include the word "INCORPORATED" or "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. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)
2. Delaware 3. 90-0424255  
(State or country under the law of which it is incorporated) (FBI number, if applicable)
4. November 5, 2008 5. Perpetual  
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Harp, Inc. has yet to conduct business in Florida  
(Date first conducted affairs in Florida if prior to registration. See sections 617.1501 & 617.1502, F.S. to determine penalty liability.)
7. One International Blvd., Mahwah, NJ 07405  
(Principal office address)  
Same as above  
(Current mailing address)
8. To act as a risk purchasing group in all the manners allowable under the law.  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)  
Name: CT Corporation System  
Office Address: 1200 South Pine Road  
Plantation, Florida 33324  
(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.*  
  
Sandra Ortega  
Assistant Secretary  
(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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TALLAHASSEE, FLORIDA

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

A. DIRECTORS

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

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

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

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

Director: Tushar Trivedi

Address: One International Blvd.

Mahwah, New Jersey 07495

Director: Carl Gerson

Address: One International Blvd.

Mahwah, New Jersey 07495

B. OFFICERS

President: Tushar Trivedi, President

Address: One International Blvd.

Mahwah, New Jersey 07495

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

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

Secretary: Carl Gerson, Secretary

Address: One International Blvd., Mahwah, NJ 07495

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. Tushar Trivedi, President  
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HARP, 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 OF AUGUST, A.D. 2012.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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TALLAHASSEE FLORIDA



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You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 9794857

DATE: 08-21-12