

F13000000394

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

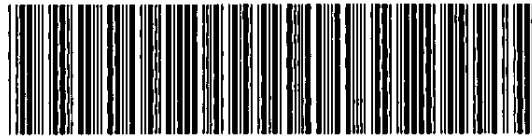
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

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RECEIVED
DEPARTMENT OF STATE
BUREAU OF CORPORATIONS
19 JAN 28 PM 4:27
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

FILED
13 JAN 28 PM 4:07
SECRETARY OF STATE
TALLAHASSEE, FL 32399

TELETYPE UNIT JAN 28 2013



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 509153 5172388

AUTHORIZATION :

COST LIMIT : \$ 87.50

ORDER DATE : January 28, 2013

ORDER TIME : 2:49 PM

ORDER NO. : 509153-065

CUSTOMER NO: 5172388

FOREIGN FILINGS

NAME: HBC SOLUTIONS, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap -- EXT# 52951

EXAMINER: _____

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: HBC Solutions, 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," or "Certificate of Good Standing" 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:

Tami Lynn McGuirt

Name of Person

HBC Solutions, Inc.

Firm/Company

10877 Wilshire Boulevard, 18th Floor

Address

Los Angeles, CA 90024

City/State and Zip code

tmcguirt@gores.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Tami Lynn McGuirt

at (310) 209-3994

Name of Person

Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing 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. HBC Solutions, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

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

3. 90-0908176

(FEI number, if applicable)

4. November 16, 2012

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. _____

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 10877 Wilshire Boulevard, 18th Floor, Los Angeles, CA 90024

(Principal office address)

10877 Wilshire Boulevard, 18th Floor, Los Angeles, CA 90024

(Current mailing address)

8. To conduct any lawful business allowed by the state.

(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 NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301

(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.

Corporation Service Company

By: _____

(Registered agent's signature)

Carina L. Dunlap
Asst. Vice 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:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Steven G. Eisner

Address: 10877 Wilshire Boulevard, 18th Floor, Los Angeles, CA 90024

Director: Daniel E. Abrams

Address: 10877 Wilshire Boulevard, 18th Floor, Los Angeles, CA 90024

B. OFFICERS

President: Steven G. Eisner

Address: 10877 Wilshire Boulevard, 18th Floor, Los Angeles, CA 90024

Vice President: Daniel E. Abrams

Address: 10877 Wilshire Boulevard, 18th Floor, Los Angeles, CA 90024

Secretary: Steven G. Eisner

Address: 10877 Wilshire Boulevard, 18th Floor, Los Angeles, CA 90024

Treasurer: _____

Address: _____

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

13. _____

Signature of Director or Officer.

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Daniel E. Abrams, Director

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

FILED
13 JAN 28 PM 1:07
SECRETARY OF STATE
TALLAHASSEE, FL

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HBC SOLUTIONS, 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-EIGHTH DAY OF JANUARY, A.D. 2013.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "HBC SOLUTIONS, INC." WAS INCORPORATED ON THE SIXTEENTH DAY OF NOVEMBER, A.D. 2012.

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


FILED
13 JAN 28 PM 4:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

5244001 8300

130095095

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0172059

DATE: 01-28-13