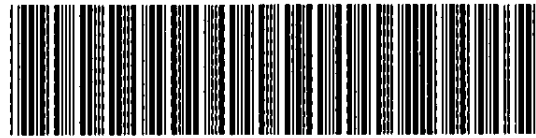


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(Requestor's Name)

(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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13 DEC 16 AM 8:08

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12/16/13



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 922538 5046129

AUTHORIZATION :

COST LIMIT : \$ 70.00

Handwritten signature

ORDER DATE : December 13, 2013

ORDER TIME : 3:35 PM

ORDER NO. : 922538-010

CUSTOMER NO: 5046129

FOREIGN FILINGS

NAME: HSFR, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- XX PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

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

EXAMINER: _____

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. HSFR, 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 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 2/25/2013 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 4/17/13
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. c/o Henry Schein 135 Duryea Road, Melville, New York 11747
(Principal office address)

c/o Henry Schein 135 Duryea Road, Melville, New York 11747
(Current mailing address)

8. Special purpose entity for accounts receivable securitization
(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: Carina L. Dunlap Carina L. Dunlap
(Registered agent's signature) 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.

RECEIVED
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SECRETARY OF STATE
CORPORATION DIVISION

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

A. DIRECTORS

Chairman: Mark E. Mlotek - Director

Address: c/o Henry Schein, Inc.
135 Duryea Road, Melville, NY 11747

Vice Chairman: Steven Paladino - Director

Address: c/o Henry Schein, Inc.
135 Duryea Road, Melville, NY 11747

Director: Michael S. Ettinger

Address: c/o Henry Schein, Inc.
135 Duryea Road, Melville, NY 11747

Director: Michelle A. Dreyer

Address: c/o Henry Schein, Inc.
135 Duryea Road, Melville, NY 11747

B. OFFICERS

President: James P. Breslawski

Address: c/o Henry Schein, Inc.
135 Duryea Road, Melville, NY 11747

Vice President: Steven Paladino

Address: c/o Henry Schein, Inc.
135 Duryea Road, Melville, NY 11747

Secretary: Michael S. Ettinger

Address: c/o Henry Schein, Inc., 135 Duryea Road, Melville, NY 11747

Treasurer: Ferdinand G. Jahnel

Address: c/o Henry Schein, Inc., 135 Duryea Road, Melville, NY 11747

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. Michael S. Ettinger, Senior Vice President and Secretary

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

ADDENDUM

Officers:

President

James P. Breslawski
135 Duryea Road
Melville, NY 11747

Executive Vice President, Chief Financial Officer

Steven Paladino
135 Duryea Road
Melville, NY 11747

Executive Vice President

Mark E. Mlotek
135 Duryea Road
Melville, NY 11747

Treasurer

Ferdinand G. Jahnel
135 Duryea Road
Melville, NY 11747

Vice President and Secretary

Michael S. Ettinger
135 Duryea Road
Melville, NY 11747

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HSFR, 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 THIRTEENTH DAY OF DECEMBER, A.D. 2013.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "HSFR, INC." WAS INCORPORATED ON THE TWENTY-FIFTH DAY OF FEBRUARY, A.D. 2013.

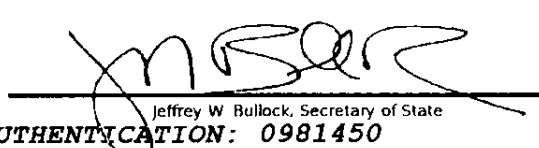
AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

5283163 8300

131424938



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0981450

DATE: 12-13-13