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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

4/24/14

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: HB NEXT CORPORATION

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:

Andrew N. Gross

Name of Person

HB NEXT Corporation

Firm/Company

1255 Lakes Parkway, Suite 385

Address

Lawrenceville, GA 30043

City/State and Zip code

agross@hbnnext.com

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

For further information concerning this matter, please call:

Andrew N. Gross

Name of Person

at (770) 619-1669

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

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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



www.hbnext.com

ANDREW N. GROSS
General Counsel

April 11, 2014

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

Re: HB NEXT Corporation
Foreign Registration

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 this foreign corporation to transact business in Florida.

Please note that this is the same company as HB NEXT, LLC, an already registered foreign limited liability company. We recently changed from the limited liability company form to the corporate form. A copy of the Certificate of Conversion is enclosed together with the Certificate of Existence. Other than our federal EIN, and the designation Corporation instead of LLC, there are no changes. We have the same address, officers, and registered agent. We sought to renew our existing registration, but learned that there is no provision for conversion of foreign companies already registered in Florida under another form of entity.

Return documents should be delivered to me as identified in the enclosed materials.

Very truly yours



Andrew N. Gross

Enclosures

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TALLAHASSEE, FLORIDA

**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. **HB NEXT Corporation**

(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. **Georgia**

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

3. **46-4230304**

(FEI number, if applicable)

4. **October 22, 2008**

(Date of incorporation)

5. **Perpetual**

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

6. **This is a conversion from existing foreign registered HB NEXT LLC (M13000007549) to a Corporation**

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

7. **1255 Lakes Parkway, Suite 385**

(Principal office address)

Lawrenceville, GA 30043

(Current mailing address)

8. **Regulatory compliance services**

(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: **Benjamin Freeman**

Office Address: **2519 Warfield Avenue**

Jacksonville

(City)

, Florida **32218**

(Zip code)

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TALLAHASSEE, FLORIDA

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.

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

A. DIRECTORS

Chairman: Tony Middlebrooks

Address: 1255 Lakes Parkway, Suite 385
Lawrenceville, GA 30043

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TALLAHASSEE, FLORIDA

Vice Chairman: Mark Hornbuckle

Address: 1255 Lakes Parkway, Suite 385
Lawrenceville, GA 30043

Director: Andrew N. Gross

Address: 1255 Lakes Parkway, Suite 385
Lawrenceville, GA 30043

Director: Thomas P. Lennon

Address: 1255 Lakes Parkway, Suite 385
Lawrenceville, GA 30043

B. OFFICERS

President: Tony Middlebrooks

Address: 1255 Lakes Parkway, Suite 385
Lawrenceville, GA 30043

Vice President: Thomas P. Lennon

Address: 1255 Lakes Parkway, Suite 385
Lawrenceville, GA 30043

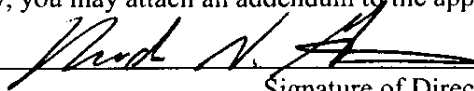
Secretary: Andrew N. Gross

Address: 1255 Lakes Parkway, Suite 385, Lawrenceville, GA 30043

Treasurer: Mark Hornbuckle

Address: 1255 Lakes Parkway, Suite 385, Lawrenceville, GA 30043

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. Andrew N. Gross, Secretary

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

STATE OF GEORGIA

Secretary of State
Corporations Division
313 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

CONTROL NUMBER : 08080356
DATE INC/AUTH/FILED : October 22, 2008
JURISDICTION : Georgia
PRINT DATE : January 17, 2014

CERTIFICATE OF EXISTENCE

I, Brian P. Kemp, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

HB NEXT CORPORATION
A Domestic Corporation

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



B: P. Kemp

Brian P. Kemp
Secretary of State

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