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95 JUL 26 PM 11:42
DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032
REFERENCE : 648653 86901D
AUTHORIZATION : Patricia Fyfe
COST LIMIT : \$ 122.50

ORDER DATE : July 26, 1995

ORDER TIME : 10:53 AM

ORDER NO. : 648653

CUSTOMER NO: 86901D

500001546675

CUSTOMER: Ms. Bo Bodha
Prentice Hall Legal &
375 Hudson Street

New York, NY 10014

FOREIGN FILINGS

NAME: AHP LEASING, INC.

XX PROFIT
NON-PROFIT

CORPORATE
LIMITED PARTNERSHIP

XX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrea C. Mabry

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUL 26 PM 2:28

**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. AHP LEASING, 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. May 23, 1994
(Date of Incorporation)
5. perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. upon qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.165, F.S.)
7. Five Giralda Farms,
Madison, New Jersey 07940
(Current mailing address)
8. To engage in any lawful act or activity for which corporations maybe
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
organized under the General Corporation Law of Delaware.
9. **Name and street address of Florida registered agent:**
The Prentice-Hall Corporation
Name: System, Inc.
Office Address: 1201 Hays Street, Suite 105
Tallahassee, Florida, 32301
(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.

The Prentice-Hall Corporation System, Inc.

By: Vicki Schreiber, Asst. V.P.
(Registered agent's signature)
Vicki Schreiber, Asst. V.P.

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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SECRETARY OF STATE
DIVISION OF CORPORATIONS
JUL 26 PM 2:22
TALLAHASSEE

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

A. DIRECTORS

Chairman: See attached rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached rider

Address: _____

Vice President: _____

Address: _____

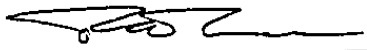
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13.  Thomas M. Nee, Vice Pres.
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

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

RIDER B

07/18/1995

Directors and Officers
AHP LEASING, INC.

DIRECTORS:

John R. Stafford	Director	Five Giralda Farms, Madison, NJ 07940
Robert G. Blount	Director	Five Giralda Farms, Madison, NJ 07940
Louis L. Hoynes, Jr.	Director	Five Giralda Farms, Madison, NJ 07940

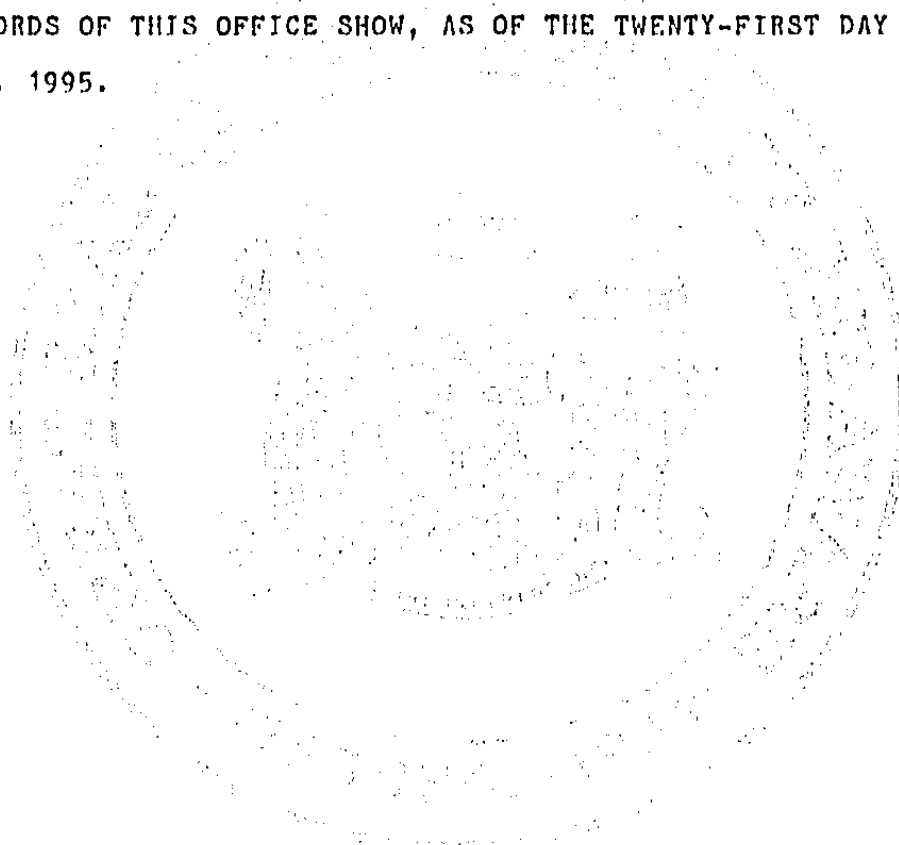
OFFICERS:

John R. Stafford	President	Five Giralda Farms, Madison, NJ 07940
Robert G. Blount	Vice President	Five Giralda Farms, Madison, NJ 07940
Joseph J. Carr	Vice President	Five Giralda Farms, Madison, NJ 07940
Louis L. Hoynes, Jr.	Vice President	Five Giralda Farms, Madison, NJ 07940
Thomas M. Neo	Vice President	Five Giralda Farms, Madison, NJ 07940
John R. Considine	Treasurer	Five Giralda Farms, Madison, NJ 07940
Carol G. Emerling	Secretary	Five Giralda Farms, Madison, NJ 07940
Gerald A. Jibillian	Assistant Secretary	Five Giralda Farms, Madison, NJ 07940

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUL 26 PM 2:28

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ANP LEASING, 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 JULY, A.D. 1995.



FILED
SECRETARY OF STATE
DIVISION OF REGISTRATIONS
95 JUL 26 PM 2:29



Edward J. Freel

Edward J. Freel, Secretary of State

2404465 8300

950163682

AUTHENTICATION:

7581327

DATE:

07-21-95