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1201 HAYS STREET  
TALLAHASSEE, FL 32301

800-342-8080

90-222-0000 (TAX)



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ACCOUNT NO. : 0721000000032

REFERENCE : 672274 1024A

AUTHORIZATION :

COST LIMIT : 0 70.00

ORDER DATE : September 11, 1995

ORDER TIME : 8:43 AM

ORDER NO. : 677274

CUSTOMER NO: 1024A

000001581260

CUSTOMER: Robb R. Manna, Esq  
Alley Manna Rogers & Lindsay,  
321 Royal Poinciana Plaza  
P. O. Box 431  
Palm Beach, FL 33480

FOREIGN FILINGS

NAME: HARPCO, INC.

XX PROFIT  
NON-PROFIT

XX CORPORATE  
LIMITED PARTNERSHIP

XX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
XX PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

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Name conflict  
H30934

## TRANSMITTAL LETTER

TO: QUALIFICATION/REGISTRATION SECTION  
DIVISION OF CORPORATIONS

SUBJECT: HARPCO, INC.

(Name of corporation)

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 the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Robb R. Maass, Esq.

(Name of Person)

Alley, Maass, Rogers & Lindsay, P.A.

(Firm/Company)

321 Royal Poinciana Plaza

(Address)

Palm Beach, FL 33480

(City, State and Zip Code)

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Should you need to call someone concerning this matter, please call:

Robb R. Maass

(Name of Person)

at ( 407 ) 659 - 1770

Area Code & Daytime Telephone Number

### COURIER ADDRESS:

Qualification/Registration Sec.  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

### MAILING ADDRESS:

Qualification/Registration Sec.  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

## RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned Thomas C. Harper, do hereby certify  
that the Resolution of the Board of Directors of Harpo, Inc.  
a corporation duly organized and existing under the laws of the State of Kentucky,  
was duly adopted on September 11, 1995.

Resolved, that Harpo, Inc., organized  
and existing in the State of Kentucky, hereby adopts the  
name Harpo of Fort Lauderdale, Inc. for use in Florida.

Dated: September 11, 1995

Thomas C. Harper  
Signature of at least one director

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE  
STATE OF FLORIDA:

1. Harpeco, 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. Kentucky

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

3. 61-121-9559

(FEI number, if applicable)

4. 03/31/92

(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 817.155, F.S.)

7. 2130 Lexington Road

Richmond, KY 40475

(Current mailing address)

8. All lawful purposes

(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:

Name: Robb R. Maass

Office Address: 321 Royal Poinciana Plaza

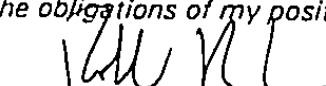
Palm Beach

, Florida, 33480

(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.



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

A. DIRECTORS

Chairman: Thomas C. Harper

Address: 2130 Lexington Road

Richmond, KY 40475

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

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

Director: \_\_\_\_\_

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

Director: \_\_\_\_\_

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

B. OFFICERS

President: Thomas C. Harper

Address: 2130 Lexington Road

Richmond, KY 40475

Assistant Secretary ~~XXXXXX~~ Robb R. Maass

Address: 321 Royal Poinciana Plaza

Palm Beach, FL 33480

Secretary: Thomas C. Harper

Address: 2130 Lexington Road

Richmond, KY 40475

Treasurer: Thomas C. Harper

Address: 2130 Lexington Road

Richmond, KY 40475

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

13.

THC

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14.

Robb R. Maass, Assistant Secretary

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

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DIVISION OF CORPORATIONS  
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OFFICE OF THE SECRETARY OF STATE  
**CERTIFICATE OF EXISTENCE  
DOMESTIC CORPORATION**

I, BOB BABBAGE, Secretary of State of the Commonwealth of Kentucky, do hereby certify, that according to the records in the office of the Secretary of State of the Commonwealth of Kentucky, IIARPCO, INC.

is a corporation organized and existing under the laws of the Commonwealth of Kentucky, whose date of incorporation is MARCH 31, 1992 ;  
and whose period of duration is PERPETUAL .

I further certify, that said corporation has paid all fees due and owing to the office of the Secretary of State of the Commonwealth of Kentucky to date; has delivered to the Secretary of State its most recent annual report, as required by KRS 271B.16-220 or 273.3671; and has not filed articles of dissolution.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal, at Frankfort, Kentucky, this 8TH day of SEPTEMBER ,  
19 95 .

Bob Babbage  
BOB BABBAGE  
Secretary of State  
Commonwealth of Kentucky

JSG

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