

# F97000005632

CAPITOL SERVICES d/b/a  
PARALEGAL & ATTORNEY SERVICE BUREAU, INC.

(Requestor's Name)

1406 Hays Street, Suite 2

(Address)

Tallahassee, FL 32301 (904) 656-3992

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

800002329916--1

-10/27/97--01042--001

\*\*\*\*122.50 \*\*\*\*122.50

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. HGG Acquisition Corp. (Corporation Name) (Document #)
2. (Corporation Name) (Document #)
3. (Corporation Name) (Document #)
4. (Corporation Name) (Document #)



Walk in



Pick up time

10/27/97



Certified Copy



Mail out



Will wait



Photocopy



Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

RECEIVED  
97 OCT 27 AM 11:05  
DEPARTMENT OF STATE  
DIVISION OF CORPORATE AFFAIRS  
TALLAHASSEE, FL 32304

FILED  
97 OCT 27 AM 11:28  
SECRETARY OF STATE  
DIVISION OF CORPORATE AFFAIRS  
TALLAHASSEE, FL 32304

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. HGG Acquisition Corp.  
(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 3. 13-5580679  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 9/10/97 5. perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 10/1/97  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 2955 East Market Street  
York, PA 17402  
(Current mailing address)

8. To engage in any lawful act or activity for which corporations may be  
organized in the State of Delaware.  
(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: United Corporate Services, Inc.

Office Address: 801 Northeast 167th Street, Suite 300

North Miami Beach

, Florida, 33162

(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.

[Signature]  
(Registered agent's signature)

Kaya A. Barr, 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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: Meshulam Riklis  
Address: 9560 Wilshire Blvd.  
Beverly Hills, CA 90212  
Vice Chairman: \_\_\_\_\_  
Address: \_\_\_\_\_  
Director: Paul Yanowicz  
Address: 192 Lexington Avenue  
New York, NY 10106  
Director: Arnold Broser  
Address: 5371 Fisher Island Drive  
Fisher Island, FL 33109

B. OFFICERS

President: Ted Watkins  
Address: 2955 East Market Street  
York, PA 17402  
Vice President: Paul Weiner  
Address: 2955 East Market Street  
York, PA 17402  
Secretary: Arthur M. Michaelson  
Address: c/o Hofheimer Gartlir & Gross, LLP  
633 Third Avenue  
New York, NY 10017  
Treasurer: Paul Weiner  
Address: 2955 East Market Street  
York, PA 17402

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

13. Arthur M. Michaelson  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Arthur M. Michaelson, Secretary  
(Typed or printed name and capacity of person signing application)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 OCT 27 AM 11:28

Meshulam Riklis  
Chief Executive Officer  
9560 Wilshire Blvd.  
Beverly Hills, CA 90212

Robert J. Kane  
Asst. Secretary & Asst. Treasurer  
c/o Worldwide Communications  
1700 Broadway, 14th Floor  
New York, NY 10019

Louis Sherman, Assistant Secretary  
c/o Hofheimer Gartlir & Gross, LLP  
633 Third Avenue  
New York, New York 10017

John M. Gaunt  
Asst. Secretary  
2955 East Market Street  
York, PA 17402

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATE AFFAIRS  
97 OCT 27 AM 11:28

*State of Delaware*  
*Office of the Secretary of State*

---

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HGG ACQUISITION CORP." 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 SIXTEENTH DAY OF OCTOBER, A.D. 1997.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "HGG ACQUISITION CORP." WAS INCORPORATED ON THE NINTH DAY OF SEPTEMBER, A.D. 1997.

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

FILED  
SECRETARY OF STATE  
DIVISION OF REVENUE  
97 OCT 27 AM 11:28



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2794206 8300

971349413

AUTHENTICATION: 8705390

DATE: 10-16-97