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

Prospect Hill Investment Corp

W98-14821

☐ Walk In

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☒ Certified Copy

pg 616

☐ Certificate of Status

☐ Certificate of Good Standing

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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
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REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
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<input type="checkbox"/>	Reinstatement
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<input type="checkbox"/>	Other

☐ Certificate of FICTITIOUS NAME

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98 JUL 20 AM 3:05
TALLAHASSEE
STATE SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W 7/20

Ordered By: _____

Date: _____



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 29, 1998

UCC FILING & SEARCH SERVICES, INC.

SUBJECT: PROSPECT HILL INVESTMENT CORP.
Ref. Number: W98000014821

We have received your document for PROSPECT HILL INVESTMENT CORP. and your check(s) totaling \$122.50. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$1,150.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 598A00035277

BARRY STEINFINK

ATTORNEY AT LAW

80 GRASSLANDS ROAD
ELMSFORD, NY 10523-1107

TELEPHONE (914) 347-4700

FAX (914) 347-4774

e-mail SNCPAS@worldnet.att.net

July 15, 1998

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 82314

Re: Prospect Hill Investment Corp.
Application of Certificate of Authority
Your Ref. Number: W98000014821
Your Letter Dated: June 29, 1998
Under Account COL220

Dear Sir or Madam:

This is in response to your above-referenced correspondence.

Enclosed is an affidavit respecting the Application of Certificate of Authority stating that erroneous information was entered on the Application.

Yours truly,



Barry Steinfink

BS/jms
encl

STATE OF CONNECTICUT)

COUNTY OF FAIRFIELD)

ss.: *WRESTPORT*

RICHARD H. HARDING, being duly sworn, deposes and says:

1. THAT I am the President of Prospect Hill Investment Corp.
2. THAT said corporation has submitted an Application for Certificate of Authority to conduct business in the State of Florida erroneously indicating that the corporation first transacted business in Florida as of March 31, 1997.
3. THAT the corporation only maintained a bank account and in fact did not conduct any business in the State of Florida prior to the submission of the Application of Authority.
4. THAT maintainance of a bank account in the State of Florida as of March 31, 1997 does not constitute transacting business pursuant to Florida Statutes Section 607.1501(c).
5. THAT the corporation will not be conducting any business in the State of Florida until it has received the authority to do so.

[Signature]

RICHARD H. HARDING
President, Prospect Hill Investment Corp.

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TALLAHASSEE FLORIDA
SECRETARY OF STATE

Sworn to before me

this 10th day of JULY, 1998

[Signature]

Notary Public

DAVID P. McMORRIS
NOTARY PUBLIC
MY COMMISSION EXPIRES FEB. 28, 2002

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. PROSPECT HILL INVESTMENT CORP.

(Name of corporation must include the word "INCORPORATED," "COMPANY," or "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. MARCH 31, 1997

4. PERPETUAL

(Date of Incorporation)

(Duration-Year Corp. will cease to exist or "perpetual")

5. 59-3448927

(Federal Employer Identification number, if applicable)

6. MARCH 31, 1997

(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)

1031 S. BARFIELD DRIVE, MARCO ISLAND, FL 34145

7. _____
(Current mailing address)

9. Name and Street address of Florida registered agent:

Name: RAY DIANA

Office Address: 1031 S. BARFIELD DRIVE

MARCO ISLAND

, Florida

34145

Zip Code

9. 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: _____

10. 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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TALLAHASSEE FLORIDA

11. Names and addresses of officers and/or directors.

A. Directors:

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: RICHARD H. HARDING

Address: 175A CROSS HIGHWAY
WESTPORT, CT 06880

Director: RAY DIANA

Address: 1031 S. BARFIELD DRIVE
MARCO ISLAND, FL 34145

B. Officers:

President: RICHARD H. HARDING

Address: 175A CROSS HIGHWAY
WESTPORT, CT 06880

Vice President: _____

Address: _____

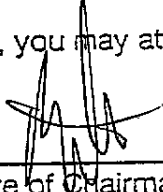
Secretary: RAY DIANA

Address: 1031 S. BARFIELD DRIVE
MARCO ISLAND, FL 34145

Treasurer: _____

Address: _____

(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

12.  _____
(Signature of Chairman, Vice Chairman, or any officer listed in number 11 of the application)

13. RAY DIANA, SECRETARY
(Type or print name and capacity of person signing application)

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SECRETARY OF STATE

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 "PROSPECT HILL INVESTMENT 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 FIRST DAY OF JUNE, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.


AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA



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Edward J. Freel, Secretary of State

AUTHENTICATION:

9111231

DATE:

06-01-98