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THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 073674 7142486

AUTHORIZATION : Patricia Pigute

COST LIMIT : \$ 285.00

ORDER DATE : December 21, 1998

ORDER TIME : 3:57 PM

ORDER NO. : 073674-025

CUSTOMER NO: 7142486

CUSTOMER: Ms. Judy K. Liberante
Steven J. Weiss, P.c.
455 Commerce Drive

Buffalo, NY 14228

500002725755-4

RECEIVED

59 DEC 29 PM 4:17

VISION OF CORPORATION

FOREIGN FILINGS

NAME: HG LEASING AND MANAGEMENT, LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XXZ PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janice Vanderslice

Name	
Availability	MGH
Document Examiner	MGH
Updater	MGH
Director	MGH
Verifier	MGH
Approval	MGH
Verifier	MGH

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. HG Leasing and Management, LLC
(Name of foreign limited liability company)
2. New York - Erie County
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 16-1559908
(FEI number, if applicable)
4. 11/24/98
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. upon completion of filing
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 455 Commerce Drive
Amherst, New York 14228-2388
(Street address of principal office)

8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>The Herman Group, LLC</u>	<u>Member</u>	<u></u>	<u></u>
<u>455 Commerce Drive</u>	<u></u>	<u></u>	<u></u>
<u>Amherst, New York 14228-2388</u>	<u></u>	<u></u>	<u></u>
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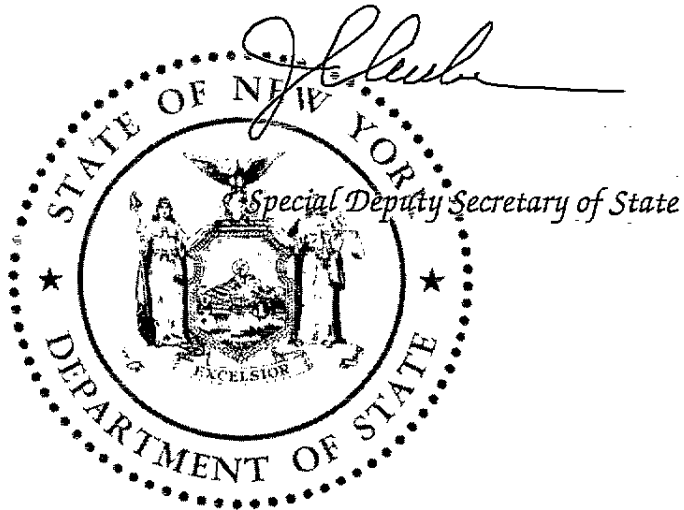
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State of New York } ss:
Department of State

I hereby certify, that HG LEASING AND MANAGEMENT, LLC a NEW YORK limited liability company filed a Certificate of Articles of Organization pursuant to section 203 of the Limited Liability Company Law on 11/24/1998, and that the limited liability company is subsisting so far as shown by the records of the Department.

*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 24th day of December
one thousand nine hundred and
ninety-eight.*

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

HG Leasing and Management, LLC

2. The name and the Florida street address of the registered agent and office are:

Corporation Service Company
(Name)

1201 Hays Street
Florida street address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee, FL 32301
City/State/Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company

By: Dolores Butler, Asst Secretary

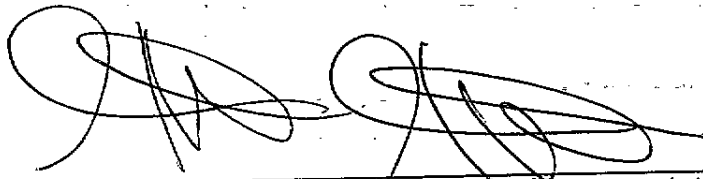
(Signature)

Filing Fee: \$ 35 for Designation of Registered Agent

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of HG Leasing and Management, LLC
_____ certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is \$ 300.00 ;
-0-
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ _____ ;
(A description of the property is attached and made a part hereto.)
and
- 4) the total amount of cash and property contributed and anticipated to be contributed \$ 300.00 ;
by member(s) is
(This total includes amounts from 2 and 3 above.)



Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes, the execution of this
affidavit constitutes an affirmation under the penalties of perjury that the facts
stated herein are true.)

The Herman Group, LLC, Member, by: The Weiss Family, LLC, Member by: Steven J. Weiss, Member
Typed or printed name of signee

Filing Fee: \$250.00 for Application and Affidavit