| CORPORATION INFORMATION SERVICES, INC. 1201 HATS STREET TAILAHASSEE, FL 32 904-222-0343 TAX CSO NETWORKS | 2 - 8 0 8 6 D60 |
|--|---|
| MAIL TO: P.O. BOX 5828 TALLAHASSEE, FL 32314 ACCOUNT NO. 1 072100000032 REFERENCE 1 548986 10262A AUTHORIZATION 1 COST LIMIT 1 \$ | 30000001415128 -02/2779501046014 ****122.50 ****122.50 |
| ORDER DATE : February 27, 1995 ORDER TIME : 10:01 AM ORDER NO. : 548986 CUSTOMER NO: 10262A CUSTOMER: Theodore P. Mavrick, Erg THEODORE P. Mavrick, Erg THEODORE P. MAVRICK, P.A. Suite 208 2601 East Oakland Park Blvd. Ft. Lauderdale, FL 33306 | FILED 95 FEB 27 FI 2: 00 SECTED TALLAINSSEE, FLORIDA |
| DOMESTIC FILING P950000/6060 NAME: HCP, INC. X ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP | 95 |
| PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: X CERTIFIED COPY PLAIN STANPED COPY CERTIFICATE OF GOOD STANDING CONTACT PERSON: Gail L. Shelby EXAMINER'S INITIALS: | <u>Tr</u> 2-27-45 02/17 |

FILED 95 FEB 27 PM 2:06

ARTICLES OF INCORPORATION

OF

HCP, INC.

The undersigned incorporators hereby form a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE 1. NAME AND ADDRESS

The name of the corporation shall be: HCP, INC.

The address of the principal office of this corporation and the mailing address of the corporation shall be: Street address: 231 SW 7th Terr., Boca Raton, FL 33432 Mailing address: P. O. Box 984, Ft. Lauderdale, FL 33302

ARTICLE II. DURATION

This corporation is to exist perpetually.

ARTICLE III. NATURE OF BUSINESS

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding any any one time is ______100 shares of common stock having \$ 1.00 _par value per share.

ARTICLE V. PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI. REGISTERED AGENT AND OFFICE

The street address of the initial registered office of this corporation shall be 1201 Hays Street, Tallahassee, FL 32301

and the name of the initial registered agent of the corporation at that address is Corporation Information Services, Inc.

ARTICLE VII. INCORPORATORS

The name and address of each incorporator signing these Articles is:

NAME

ADDRESS

Carolyn J. Herzog P. O. Box 984, Ft. Lauderdale, FL 33302

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have) executed these Articles of Incorporation this 22nd day of ______, 199_5_____

Incorporator

STATE OF FLORIDA COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this Carolyn J. Herzog

Personally known Produced identification Type of identification produced:

Public, State of Florida

MARTHA HALLINELL (Type or print notary's name) My commission expires:

MARTHA HALLIWELL COMMISSION # CC 291067 EXPIRES JUN 24, 1997 Attentic Bonding Co., Inc. RND-732-2245

(seal)

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Having been named to accept service of process for the above stated corporation at the place designated in the Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

-95 Date

cles rer Resident Agent

as a gant Gail Shelby Corporation Information Services, Inc.