

4/24/98

FLORIDA DIVISION OF CORPORATIONS  
PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET  
((H980007617 7))

3:35 PM

**P98000036706**

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4401

FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: HTCP, INC.

AUDIT NUMBER.....H98000007617

DOC TYPE.....FLORIDA PROFIT CORPORATION OR PFA

CERT. OF STATUS..0

PAGES..... 6

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX  
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

\*\* ENTER 'M' FOR MENU. \*\*

ENTER SELECTION AND <CR>:

Help F1 Option Menu F2

NUM

Connect: 00:01:19

**FILED**  
98 APR 23 AM 7:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

TA-4/23/98



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

April 22, 1998

EMPIRE

SUBJECT: HTCP, INC.  
REF: W98000009064

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

UNFORTUNATELY, IT LOOKS LIKE MAYBE THE PAGE STARTING WITH ARTICLE I DID NOT GO THROUGH THE FAX MACHINE PROPERLY AS ONLY PART OF THE PREPARER INFORMATION SHOWS UP. PLEASE RE-FAX THE ENTIRE DOCUMENT, BECAUSE THE PREPARER INFORMATION NEEDS TO BE ON THE FIRST PAGE WHERE THE ARTICLES BEGIN.

If you have any further questions concerning your document, please call (850) 487-6926.

Tracy Augsburger  
Document Specialist

FAX And. #: H98000007617  
Letter Number: 198A00021883

17  
H98000007617

**ARTICLES OF INCORPORATION**

**OF**

**HTCP, INC.**

**ARTICLE I NAME**

The name of the corporation is HTCP, INC. (hereinafter called the "Corporation").

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 APR 23 AM 7:51

FILED

**ARTICLE II - ADDRESS**

The address of the principal office, and the mailing address of the corporation are as follows:

HTCP, INC.  
3461 NW 44 Street, Suite 203  
Tamarac, FL 33309

**ARTICLE III - PURPOSE**

The Corporation is organized for the purpose of transacting any and all lawful business for corporations organized under the General Corporation Act of the State of Florida.

**ARTICLE IV - CAPITAL STOCK**

The aggregate number of shares which the corporation shall have authority to issue is 10,000 shares of Common Stock, par value \$.01 per share.

H98000007617

H98000007617

**ARTICLE V – INITIAL REGISTERED AGENT**

The street address of the initial registered office of this Corporation is 3461 NW 44 Street, Suit 203, Tamarac, FL 33309 and the name of the initial registered agent of this Corporation at that address is Harris Fellman.

**ARTICLE VI – INITIAL BOARD OF DIRECTORS**

The Corporation shall have one (1) director initially. The number of directors may be increased from time to time as provided in the Bylaws of the Corporation, but shall never be less than one (1). The name and address of the initial director of this Corporation is:

Harris Fellman  
3461 NW 44 Street, Suite 203  
Tamarac, FL 33309

**ARTICLE VII – INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is:

Harris Fellman  
3461 NW 44 Street, Suite 203  
Tamarac, FL 33309

H98000007617

Articles of Incorporation  
HTCP, INC.  
Page 3

H98000007617

IN WITNESS WHEREOF, the undersigned Incorporator has executed  
these Articles of Incorporation.

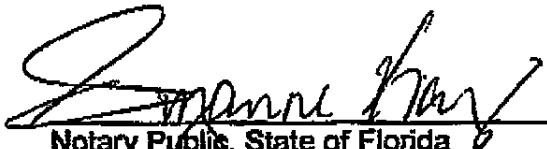
Dated: \_\_\_\_\_

  
Harris Fellman, Incorporator

STATE OF FLORIDA            )  
                                      )SS.  
COUNTY OF BROWARD        )

Before me, a notary public authorized to take acknowledgements in the  
state and county set forth above, personally appeared Harris Fellman, known to  
me and known by me to be the person who executed the foregoing Articles of  
Incorporation, and he/she acknowledged before me that he/she executed those  
Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my  
official seal, in the state and county aforesaid, this 22 day of  
April, 1998.

  
Notary Public, State of Florida



My Commission Expires: 12/9/01

H98000007617

H98000007617

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement, designating the registered office/registered agent, in the State of Florida.

First that HTCP, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation has named Harris Fellman, County of Broward, State of Florida, as its agent to accept service of process within this state.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION 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.

  
Harris Fellman, Registered Agent

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 APR 23 AM 7:51

FILED

H98000007617