



State of Rhode Island and Providence Plantations
Office of the Secretary of State

No Fee

Division Of Business Services
148 W. River Street
Providence RI 02904-2615
(401) 222-3040

Foreign Business Corp
Annual Report - Amended

(Section 7-1.2-1501(e) of the General Laws of Rhode Island, 1956, as amended)

This form is only to be used to amend the current annual report on file with this office.

ANNUAL REPORT YEAR: 2014

1. Corporate ID No. 000053108

2. Name of Corporation HCP, Inc.

3. Street Address Principal Business Office:

No. and Street: 1920 MAIN STREET
SUITE 1200

City or Town: IRVINE State: CA Zip: 92614 Country: USA

5. State of Incorporation

State: MD

6. Brief Description of the Character of Business Conducted in Rhode Island

REAL ESTATE INVESTMENT TRUST

7. Names and Addresses of the Officers and Directors:

All officers and directors must be listed.

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
PRESIDENT	LAURALEE E MARTIN	1920 MAIN STREET, SUITE 1200 IRVINE, CA 92614 USA
TREASURER	MATTHEW A BRILL	1920 MAIN STREET, SUITE 1200 IRVINE, CA 92614 USA
SECRETARY	JAMES W. MERCER	1920 MAIN STREET, SUITE 1200 IRVINE, CA 92614 USA
ASSISTANT SECRETARY	BRIAN J MAAS	1920 MAIN STREET, SUITE 1200 IRVINE, CA 92614 USA
DIRECTOR	MICHAEL D MCKEE	1920 MAIN STREET, SUITE 1200 IRVINE, CA 92614 USA
DIRECTOR	BRIAN G CARTWRIGHT	1920 MAIN STREET, SUITE 1200 IRVINE, CA 92614 USA
DIRECTOR	CHRISTINE N GARVEY	1920 MAIN STREET, SUITE 1200 IRVINE, CA 92614 USA

DIRECTOR	DAVID B HENRY	1920 MAIN STREET, SUITE 1200 IRVINE, CA 92614 USA
DIRECTOR	LAURALEE E MARTIN	1920 MAIN STREET, SUITE 1200 IRVINE, CA 92614 USA
DIRECTOR	PETER L RHEIN	1920 MAIN STREET, SUITE 1200 IRVINE, CA 92614 USA
DIRECTOR	JOSEPH P SULLIVAN	1920 MAIN STREET, SUITE 1200 IRVINE, CA 92614 USA

8. Shares Authorized and Issued

Class of Stock	Series of Stock	Par Value Per Share	Total Authorized Shares <i>Number of Shares</i>	Total Issued and Outstanding <i>Num of Shares</i>
CWP		\$1.0000	750,000,000.00	136516274

9. This report must be executed on behalf of the corporation by an authorized representative. If the corporation is in the hands of a receiver or trustee, this report must be executed on behalf of the corporation by the receiver or trustee.

Signed this 11 Day of July, 2014 at 9:03:59 AM. *This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the corporation, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-1.2.*

By BRIAN J. MAAS
Signature of Authorized Representative of the Corporation

This report cannot be accepted for filing if an officer has executed the form and he/she is not listed in section 7.

Form No. 630
Revised 09/07

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State of Rhode Island and Providence Plantations

A. Ralph Mollis

Secretary of State

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

I, A. RALPH MOLLIS, Secretary of State of the State of Rhode Island
and Providence Plantations, hereby certify that this document, duly
executed in accordance with the provisions of Title 7 of the General Laws
of Rhode Island, as amended, has been filed in this office on this day:

A handwritten signature in black ink that reads "A. Ralph Mollis".

A. RALPH MOLLIS

Secretary of State

