

*Foreign*

\_\_\_\_\_  
(Requestor's Name)

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

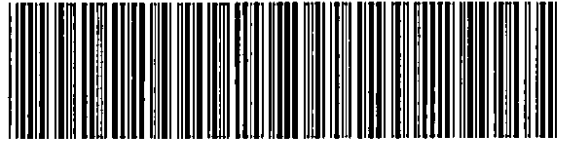
\_\_\_\_\_  
(Business Entity Name)

\_\_\_\_\_  
(Document Number)

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800319013848

S TALLFNT  
SEP 28 2018

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

18 SEP 26 AM 2:51

FILED

*Foreign Profit Amend*

18 SEP 26 PM 4:09



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

September 27, 2018

CORPORATION SERVICE COMPANY  
WEIGHT WATCHERS NORTH AMERICA, INC.

SUBJECT: WEIGHT WATCHERS NORTH AMERICA, INC.  
Ref. Number: F01000000417

**RESUBMIT**  
Please give original  
submission date as file date.

We have received your document . However, the enclosed document has not been filed and is being returned to you for the following reason(s):

FOR ITEM #4, THE DATE THE NAME WAS CHANGED IS REQUIRED.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Susan Tallent  
Regulatory Specialist II

Letter Number: 618A00020164

18 SEP 27 PM 4: 00  
CORPORATION SERVICE COMPANY  
TALLAHASSEE, FLORIDA

CORPORATION SERVICE COMPANY  
1201 Hays Street  
Tallahassee, FL 32301  
Phone: 850-558-1500

ACCOUNT NO. : I20000000195  
REFERENCE : 411040 7299514  
AUTHORIZATION : *Esquith Coleman*  
COST LIMIT : \$ 35.00

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ORDER DATE : September 25, 2018  
ORDER TIME : 10:35 AM  
ORDER NO. : 411040-035  
CUSTOMER NO: 7299514

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FOREIGN FILINGS

NAME: WEIGHT WATCHERS NORTH AMERICA,  
INC.

XX CORPORATE  
       LIMITED PARTNERSHIP  
       LIMITED LIABILITY COMPANY

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Emily Croft -- EXT# 62925

EXAMINER: \_\_\_\_\_

## COVER LETTER

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Weight Watchers North America, Inc.

\_\_\_\_\_  
Name of Corporation

**DOCUMENT NUMBER:** F0100000417

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Keziah Opoku-Frimpong

\_\_\_\_\_  
Name of Contact Person

Osler, Hoskin & Harcourt LLP

\_\_\_\_\_  
Firm/Company

620 8th Avenue, Floor 36

\_\_\_\_\_  
Address

New York, NY 10018

\_\_\_\_\_  
City/State and Zip Code

\_\_\_\_\_  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Keziah Opoku-Frimpong

at ( 212 ) 991-2566

\_\_\_\_\_  
Name of Contact Person

\_\_\_\_\_  
Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

\$35.00 Filing Fee

\$43.75 Filing Fee &  
Certificate of Status

\$43.75 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)

\$52.50 Filing Fee,  
Certificate of Status &  
Certified Copy  
(Additional copy is  
enclosed)

**Mailing Address:**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address:**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**PROFIT CORPORATION**  
**APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO**  
**APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**  
(Pursuant to s. 607.1504, F.S.)

**SECTION I**  
**(1-3 MUST BE COMPLETED)**

F01000000417  
\_\_\_\_\_  
(Document number of corporation (if known))

1. Weight Watchers North America, Inc.  
(Name of corporation as it appears on the records of the Department of State)
2. Delaware 3. 1-23-2001  
(Incorporated under laws of) (Date authorized to do business in Florida)

**SECTION II**  
**(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)**

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? September 24, 2018
5. WW North America Holdings, Inc.  
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated" or appropriate abbreviation, if not contained in new name of the corporation)

18 SEP 26 AM 2:51  
FILED  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.  
\_\_\_\_\_  
(New duration)
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.  
\_\_\_\_\_  
(New jurisdiction)
8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

*Michael F. Colosi*

\_\_\_\_\_  
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Michael Colosi Vice President  
\_\_\_\_\_  
(Typed or printed name of person signing) (Title of person signing)

# Delaware

Page 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "WEIGHT WATCHERS NORTH AMERICA, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "WW NORTH AMERICA HOLDINGS, INC." ON THE TWENTY-FOURTH DAY OF SEPTEMBER, A.D. 2018, AT 10:11 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "WW NORTH AMERICA HOLDINGS, INC." WAS INCORPORATED ON THE TWENTY-FIFTH DAY OF OCTOBER, A.D. 1989.



A handwritten signature in black ink, appearing to read "JBULLOCK", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

2211529 8320  
SR# 20186842053

Authentication: 203494172  
Date: 09-26-18

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)