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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

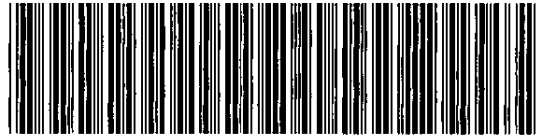
(Business Entity Name)

(Document Number)

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#

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Lighthouse International, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida", "Certificate of Existence", and check are submitted to register the above referenced not for profit corporation to conduct its affairs in Florida.

Please return all correspondence concerning this matter to the following:

Rebecca J. Williams, Esq.
(Name of Person)

Stroock & Stroock & Lavan LLP
(Firm/Company)

200 South Biscayne Boulevard, Suite 3100
(Address)

Miami, FL 33131-5323
(City/State and Zip code)

For further information concerning this matter, please call:

Rebecca J. Williams at (305) 789-9353
(Name of Person) (Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

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

MAILING ADDRESS:

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

Enclosed is a check for the following amount:

- \$70.00 Filing Fee \$78.75 Filing Fee & Certificate of Status \$78.75 Filing Fee & Certified Copy \$87.50 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA

IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:

- 1. LIGHTHOUSE INTERNATIONAL, INC.
(Name of corporation: must include the word "INCORPORATED" or "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)
2. NEW YORK (State or country under the law of which it is incorporated)
3. 13-1096620 (FEI number, if applicable)
4. April 19, 1906 (Date of Incorporation)
5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")
6. (SEE ATTACHED ADDENDUM CONTAINING RESPONSE TO QUESTION #6)
(Date first conducted affairs in Florida if prior to registration. See sections 617.1501 & 617.1502, F.S. to determine penalty liability.)

7. 111 East 59th Street, 13th Floor, New York, NY 10022 (Principal office address)

111 East 59th Street, 13th Floor, New York, NY 10022 (Current mailing address)

8. To provide outpatient optometric and low vision services, occupational therapy, vision rehabilitation, psycho-social support and mental health services for the blind and visually impaired. (Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: CT Corporation

Office Address: 1200 S. Pine Island Road, #250

Plantation, Florida 33324 (City) (Zip Code)

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10. Registered agent's acceptance:

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

Barbara A. Burke (Registered Agent's signature) Barbara A. Burke Special Assistant Secretary

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and business addresses of officers and/ or directors:

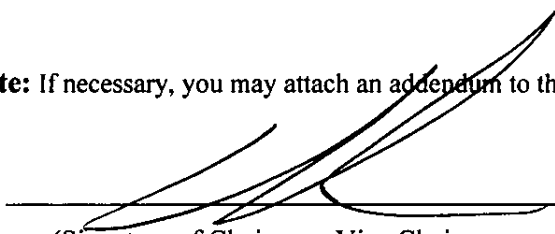
A. DIRECTORS

Chairman: Roger O. Goldman
Address: 920 Park Avenue, Suite 12A
New York, NY 10028
Vice Chairman: Joel B. Mouny (See Attached Addendum listing Additional Directors and Officers)
Address: President, Mountco Construction & Development Corp.
700 White Plains Road, Scarsdale, NY 10583
Director: Deborah L. Bernstein
Address: 181 East 90th Street, Apt. 15A
New York, NY 10128
Directors: Dr. Donald J. D'Amico
Address: 1305 York Avenue, Chairman's Suite, 11th Floor
New York, NY 10021

B. OFFICERS

President: Tara A. Cortes, PhD, RN, President and CEO
Address: Lighthouse International
111 East 59th Street, New York, NY 10022-1202
Secretary: Jonathan M. Wainright, Esq., Cadwalader, Wickersham & Taft
Address: One World Financial Center, New York, NY 10281
Treasurer: Brian Wood
Address: 6 Pleasant Valley Lane, Westport, CT 06880

Note: If necessary, you may attach an addendum to the application listing additional officers and/ or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Tara A. Cortes, PhD, RN President & CEO
(Typed or printed name and capacity of person signing application)

LIGHTHOUSE INTERNATIONAL, INC.
ADDENDUM TO APPLICATION
LISTING ADDITIONAL DIRECTORS AND OFFICERS

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Richard Feinbloom
Designs for Vision, Inc.
760 Koehler Avenue
Ronkonkoma, NY 11779

William J. Moran
1185 Park Avenue
Apt. #6B
New York, NY 10128

Thomas S.T. Gimbel
Executive Managing Director
Optima Fund Management
10 East 53rd Street, 29th Floor
New York, NY 10022

Barbara Munder Riordan
300 East 59th Street
New York, NY 10022

Arlene R. Gordon
205 East 63rd Street, #4G
New York, NY 10065-7427

Enid Nemy
1040 Park Avenue, #14E
New York, NY 10028

Frances Hesselbein
320 Park Avenue, 3rd Floor
New York, NY 10022

Dorothy M. Philips, PhD
142 East 16th Street
New York, NY 10003

Ellen Ratner
25 Central Park West
Apt. 10V
New York, NY 10023

Ann D. Thivierge
Managing Director
Morgan Stanley Investment Management
522 Fifth Avenue, Floor 4
New York, NY 10036

Joseph A. Ripp
125 Cannon Road
Wilton, CT 06897

Phyllis White-Thorne
Public Information Manager
Con Edison Company of New York, Inc.
30 Flatbush Avenue
Brooklyn, NY 11217-1197

Laine Siklos
11584 Canton Drive
Studio City, CA 91604

Lawrence A. Yannuzzi, MD
Vitreous Retina Macula Consultants of NY, PC
460 Park Avenue, 5th Floor
New York, NY 10022

Sarah Smith
Chief Accounting Officer
Goldman Sachs
85 Broad Street
New York, NY 10004

Regional Advisory Board Chairs

Mid Hudson Valley Office

Lawrence K. Fox, MD
Central NY Eye Center
22 Green Street
Poughkeepsie, NY 12601

LIGHTHOUSE INTERNATIONAL, INC.

ADDENDUM TO APPLICATION CONTAINING RESPONSE TO QUESTION #6

Lighthouse International hired a full time staff member on September 1, 2007 to serve as Manager for a fundraising event, POSH Palm Beach; Lighthouse International rented office space on November 1, 2007 at Palm Beach Towers, 44 Coconut Row, Palm Beach, Fl 33480; and Lighthouse International held a benefit dinner dance on March 6, 2008, and hosted a 2-day public sale of clothing and accessories donated by individuals, local retail stores and manufacturers, on March 7 and 8, 2008.

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**State of New York
Department of State } ss:**

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I hereby certify, that the Certificate of Incorporation of LIGHTHOUSE INTERNATIONAL was filed on 04/19/1906, under the name of THE NEW YORK ASSOCIATION FOR THE BLIND, as a Not-for-Profit Corporation and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is an existing corporation.

A Certificate of Amendment THE NEW YORK ASSOCIATION FOR THE BLIND, changing its name to THE LIGHTHOUSE, INC., was filed 01/05/1990.

A Certificate of Amendment THE LIGHTHOUSE, INC., changing its name to LIGHTHOUSE INTERNATIONAL, was filed 05/20/1998.



*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 26th day of March
two thousand and eight.*

A handwritten signature in black ink, appearing to read "Daniel Shapiro".

Daniel Shapiro
Special Deputy Secretary of State