

F110000001575

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H11000095968 3)))



H110000959683ABC6

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 617-6381

From:

Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 222-1092
Fax Number : (850) 878-5368

RECEIVED
11 APR 12 PM 4:00
DIVISION OF CORPORATIONS

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

FILED
11 APR 12 AM 10:30
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FOREIGN PROFIT/NONPROFIT CORPORATION
Education Development Center, Inc. d/b/a Learning and Teaching Division

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$70.00

MRS
4/11/13

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Education Development Center, 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", or "Certificate of Good Standing" 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:

Christine Filosa, Associate General Counsel

Name of Person

Education Development Center, Inc. dba EDC, Inc.

Firm/Company

55 Chapel Street

Address

Newton, Massachusetts 02458

City/State and Zip Code

cfilosa@edc.org

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

For further information concerning this matter, please call:

Christine Filosa

Name of Person

at (617)

969-7100

Area Code & Daytime Telephone Number

MAILING ADDRESS:

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

STREET/COURIER ADDRESS:

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

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



FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

**RESOLUTION OF THE BOARD OF DIRECTORS TO ADOPT AN
ALTERNATE NAME FOR USE IN FLORIDA**

(Pursuant to section 607.1506 or 617.1506, F.S.)

(Please print or type)

I, the undersigned Robert Rotner do hereby certify
(Name)

that this Resolution of the Board of Directors of _____

Education Development Center, Inc.

(Name of Corporation)

a corporation duly organized and existing under the laws of Delaware
(State or Country)

was adopted on April 24, 2006, adopting the alternate

name of Learning and Teaching Division Inc.
(Alternate Name) NOTE: Must contain a corporate suffix

for use in Florida as its real name is unavailable in Florida.

Date: 8 April 2011

Robert Rotner
Signature of Chairman, Vice Chairman of the Board, a
director or any officer

Senior Vice President & Treasurer
Title of person signing

FILING FEE \$35

(No fee required if submitted with a foreign not for profit qualification or amendment)

Make checks payable to Florida Department of State and mail to:

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

CR2B126 (6/04)

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. Education Development Center, 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. Delaware 3. 04-2241718
(State or country under the law of which it is incorporated) (FBI number, if applicable)
4. August 11, 1958 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. _____
(Date first conducted affairs in Florida if prior to registration. See sections 617.1501 & 617.1502, F.S. to determine penalty liability.)
7. 55 Chapel Street, Newton, MA 02458
(Principal office address)
- 55 Chapel Street, Newton, MA 02458
(Current mailing address)
8. Global Non-Profit organization that designs, delivers, and evaluates education, health and economic development programs
(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: C T Corporation System
- Office Address: 1200 South Pine Island Road
- Plantation, _____, Florida 33324
(City) (Zip Code)

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.

By: _____

C T Corporation System

(Registered agent's signature)

SALVINA ANENTA-GRAY
GENERAL 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.

FILED

11 APR 12 AM 10:37

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

A. DIRECTORS

Chairman: Marvin Suomi

Address: c/o Education Development Center, Inc.

55 Chapel Street, Newton, MA 02458

Vice Chairman:

Address:

Director: Charles Benton

Address: c/o Education Development Center, Inc.

55 Chapel Street, Newton, MA 02458

Director: Beatriz Chu Clewell

Address: c/o Education Development Center, Inc.

55 Chapel Street, Newton, MA 02458

B. OFFICERS

President: Luther S. Luedtke

Address: Education Development Center, Inc.

55 Chapel Street, Newton, MA 02458

Vice President: Robert Rotner, Senior Vice President

Address: Education Development Center, Inc.

55 Chapel Street, Newton, MA 02458

Secretary: Siobhan Murphy

Address: Education Development Center, Inc.

Treasurer: Robert Rotner, Senior Vice President and Treasurer

Address: Education Development Center, Inc. 55 Chapel Street, Newton, MA 02458

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

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

14. Robert Rotner, Senior Vice President and Treasurer
(Typed or printed name and capacity of person signing application)

FILED

11 APR 12 AM 10:37

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EDC Trustees

As of 9 February 2011

	Title	Name	Mailing Address
1.	Trustee	Marvin J. Suomi, Chair <i>President and CEO,</i> KUD International Long Beach, California	c/o EDC 55 Chapel Street Newton, MA 02458
2.	Trustee	Charles Benton <i>Chairman,</i> Public Media Inc. Chicago, Illinois	c/o EDC 55 Chapel Street Newton, MA 02458
3.	Trustee	Beatriz Chu Clewell <i>Principal Research Associate</i> The Urban Institute Washington, D.C.	c/o EDC 55 Chapel Street Newton, MA 02458
4.	Trustee	Judy Coddling <i>President,</i> America's Choice Washington, D.C.	c/o EDC 55 Chapel Street Newton, MA 02458
5.	Trustee	Vijay Kumar <i>Senior Associate Dean & Director</i> Massachusetts Institute of Technology Cambridge, MA	c/o EDC 55 Chapel Street Newton, MA 02458
6.	Trustee	Luther Luedtke <i>President and CEO</i> Education Development Center, Inc.	c/o EDC 55 Chapel Street Newton, MA 02458
7.	Trustee	William MacArthur <i>Founder and President</i> Brooksville Development Corporation Orlando, Florida	c/o EDC 55 Chapel Street Newton, MA 02458
8.	Trustee	Bradley Palmer <i>Managing Partner</i> Palm Ventures, LLC Greenwich, Connecticut	c/o EDC 55 Chapel Street Newton, MA 02458
9.	Trustee	Linda G. Roberts <i>National Consultant</i> Darnestown, Maryland	c/o EDC 55 Chapel Street Newton, MA 02458
10.	Trustee	Vivien Stewart <i>Senior Advisor for Education</i> Asia Society New York, New York	c/o EDC 55 Chapel Street Newton, MA 02458
11.	Trustee	Deborah Wadsworth <i>Senior Advisor,</i> Public Agenda New York, New York	c/o EDC 55 Chapel Street Newton, MA 02458
12.	Trustee	Gail T. P. Wickes New York, New York	c/o EDC 55 Chapel Street Newton, MA 02458

Delaware

The First State

FILED

11 APR 12 AM 10:37

SECRETARY OF STATE
TALLAHASSEE FLORIDA

PAGE 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EDUCATION DEVELOPMENT CENTER, INC." IS DOLY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FOURTH DAY OF APRIL, A.D. 2011.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

0526628 8300

110376270

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8669474

DATE: 04-04-11