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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

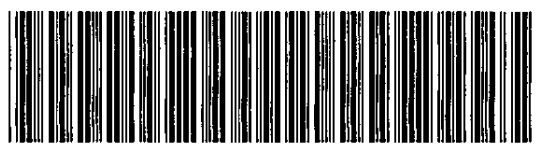
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JUN 1 2015

S. GILBERT

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: After-School All-Stars
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 Status" 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:

Ben Paul
Name of Person

After-School All-Stars
Firm/Company

5670 Wilshire Boulevard, Suite 620
Address

Los Angeles, CA 90036
City/State and Zip Code

info@afterschoolallstars.org
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Megan Donahue at (323) 9383204
Name of Person 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

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. **After-School All-Stars Corporation**

(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.)

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

2. **California** 3. **95-4441208**
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. **12/07/1992** 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. **5670 Wilshire Boulevard, Suite 620, Los Angeles, CA 90036**
(Principal office address)

same
(Current mailing address)

8. **Provide school based afterschool 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: **Tyler Chandler**

Office Address: **400 S. Orange Ave, Orlando City Hall 9th FL**

Orlando, Florida **32801**
(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.



(Registered agent's signature)

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.

12. Names and addresses of officers and/or directors

A. DIRECTORS See full list attached.

Chairman: **Paul Wachter**

Address: **3110 Main Street, Santa Monica, CA 90405**

Vice Chairman: **n/a**

Address:

Director: **Ben Paul**

Address: **5670 Wilshire Boulevard, STE 620**

Los Angeles, CA 90036

Director: **Tom Keys**

Address: **2250 Lakeside Boulevard, Richardson, TX 75082**

B. OFFICERS

President: **Ben Paul**

Address: **5670 Wilshire Boulevard, Suite 620**

Los Angeles, CA 90036

Vice President: **n/a**

Address:

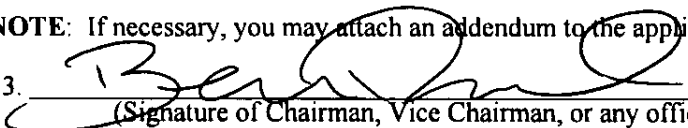
Secretary: **Scott Galer**

Address: **15260 Ventura Boulevard, 20th Floor, Sherman Oaks, CA 91403**

Treasurer: **Laura DiMaggio**

Address: **10960 Wilshire Boulevard, 5th Fl, Los Angeles, CA 90024**

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. **Ben Paul, President and CEO, After-School All-Stars**

(Typed or printed name and capacity of person signing application)

First	Last	Address	City	State	Zip
Paul	Wachter	3110 Main St. Suite 310	Santa Monica	CA	90405
Brett	Brewer	14974 Corona Del Mar	Pacific Palisades	CA	90272
Maverick	Carter	3800 Embassy Parkway, Suite 360	Akron	OH	44333
Rodney	Cohen	520 Madison Avenue, 41st Floor	New York	NY	10022
Daniel	Hernandez	2015 East First Street	Los Angeles	CA	90033
Jane	Macon	Bank of America Plaza, 300 Convent Street, Su	San Antonio	TX	78205
Bonnie	Reiss	28929 Wight Road	Malibu	CA	90265
Joseph	Schlater	141 East 33rd Street, Unit 16D	New York	NY	10016
Tom	Werner	9255 Sunset Boulevard, Suite 1020	Los Angeles	CA	90069
Randy	Freer	10201 W. Pico Blvd., Bldg 101/Suite 5160	Los Angeles	CA	90064
Scott	Galer	15260 Ventura Boulevard, 20th Floor	Sherman Oaks	CA	91403
Laura	DiMaggio	10960 Wilshire Blvd. 5th flr.	Los Angeles	CA	90024
Arnold	Schwarzenegger	3110 Main Street, Suite 300	Santa Monica	CA	90405
Amy	Heyward	9401 Wilshire Blvd. #608	Beverly Hills	CA	90212
Tom	Keys	2250 Lakeside Blvd	Richardson	TX	75082
Michael	Reinsdorf	1901 W. Madison St	Chicago	IL	60612
John	Simonian	132 South Rodeo Drive, Fourth Floor	Beverly Hills	CA	90212
Annie	Duke	636 Creighton Rd	Villanova	PA	19085
Misha	Malyshev	150 N. Michigan Ave, Suite 3700	Chicago	IL	60601
Omar	Johnson	8600 Hayden Place	Culver City	CA	90232
August	DiRenzo	1290 Avenue of the Americas	New York	NY	10104
Mark	Groussman	4019 194th Trail	Sunny Isles Beach	FL	33160

State of California

Secretary of State

CERTIFICATE OF STATUS

ENTITY NAME:

AFTER-SCHOOL ALL-STARS

FILE NUMBER: C1716290
FORMATION DATE: 12/07/1992
TYPE: DOMESTIC NONPROFIT CORPORATION
JURISDICTION: CALIFORNIA
STATUS: ACTIVE (GOOD STANDING)

I, ALEX PADILLA, Secretary of State of the State of California,
hereby certify:

The records of this office indicate the entity is authorized to
exercise all of its powers, rights and privileges in the State of
California.

No information is available from this office regarding the financial
condition, business activities or practices of the entity.



IN WITNESS WHEREOF, I execute this certificate
and affix the Great Seal of the State of
California this day of May 11, 2015.

A handwritten signature in black ink, appearing to read "Alex Padilla".

ALEX PADILLA
Secretary of State

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