PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM:

DOCUMENT # Followood Gosts 1. Corporation Name  Americans for Prosperity Foundation  2. Principal Official Addresses - No Pro, Dot 4 1726 M Street, N.W 10th Floor  SAME  College 1, N.W 10th Floor  SAME  College 1, N.W 10th Floor  SAME  College 1, N.W 10th Floor  College 2, N.W 10th Floor  College 3, N.W 10th Floor  College 4, N.W 10th Floor  College 3, N.W 10th Floor  College 4, N.W 10th Floor  College 3, N.W 10th Floor  College 3, N.W 10th Floor  College 4, N.W 10th Floor  College 5, N.W 10th Floor  College 6, N.W 10th Floor  College 7, N.W 10th Floor  College 7, N.W 10th Floor  College 7, N.W 10th Floor  College 8, N.W 10th Floor  College 9, N.W 10th Floor  C	CORPORA REINSTATEI	MENT	Secreta DIVISION OF	RTMENT OF STATI ry of State corporations	Ì	09 MAY 28 AM 9: 06 SECRETARY OF STATE TALLAHASSEE, FLORIDA	
SAME	1. Corporation Name						
City & State Washington, D.C.  Zip. Country Co	1726 M Street, N.W 10th Floor SAME			üse	06/0		
Washington, D.C.    Zip		my nyminet dag, mandas y as birkardy, yang ngapapapan menggapapapakkiliki			4. Cate Incorpo To Do Busino	rated or Qualified 07/22/87	
20036 USA  To Name and Address of Curront Registered Agent  To Name and Registered Registered Agent  To Name Street Address of Sp. Disc Name of Name Acceptable)  To Name Street Address of Sp. Disc Name of Name o			Clay & State		5. FEI Number 52-152729	\/	
The reinstatement fee is imposed, except in circumstances which the entity did not receive the prior notices. By checking this box, you are certifying the prior notices were not received and requesting the reinstatement fee be waived.  Talkahassee  8. I, being appointed the regisfered apart of the above nertify corporation, am familiar with and accept the obligations of section 607:0505 or 617.0503. F.S.  Signature of Registered Agant References of Each Officer and/or Director (Florida nonprofit corporations must first at least 3 directors)  References of Each Officer and/or Director (Florida nonprofit corporations must first at least 3 directors)  Titles Name of Officers and/or (Directors.)  Attached  10. I certify that I am an officer or director or the receiver or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filling this injustatement application, the reason for dissolution has been eliminated, the corporate name satisfies the requirement of section 607.0401 or 617 (401, F.S., that at fees owed by the corporation have been poil and the names of Individuals listed on this application is true and accounts, and my signature shall have the same length effect or time of under cash.  Signature: Which flam the continued on Chapter 119, F.S. the information indicated on this application is true and accounts, and my signature shall have the same length effect or timed under cash.			Zin	(Country	6. GENTIFICATE C		
Corporation Service Company  Street Address (P.O. Box Number is Not Acceptable) 1201 Hays Street  Street Address (P.O. Box Number is Not Acceptable) 201 Hays Street  Street Address (P.O. Box Number is Not Acceptable) 201 Hays Street  Street Address (P.O. Box Number is Not Acceptable)  Registreet Agent  Registreet Agent is a section e07.0505 or 617,0503, F.S.,  Signature of Registreet Agent  Registreet Address of Each Officer and/or Director (Florida nonprofic corporations must list at least 3 directors)  Titlos  Notice of Officer and/or Director Officer and/or Director (Florida nonprofic corporations must list at least 3 directors)  Attached  10. I certify that I am an officer or director or the receiver or trustee empowered to execute his application as provided for in chapter 807 or 817, F.S. I further certify intal when filling this sinistatement is application, the reason fur dissociation has been eithinished, the corporation has been eithinished, the street and in corporation has position 607,0401, F.S., that all fees owned by the corporation has been eithed and the name of includinguis listed on this application is true and accurate, any signature shall have the same lings effect on it made under cath.  Herefore and requesting the prior notices were not received and requesting the prior notices the file be waited the prior notices and received and requesting the reinstatement legited and requesting th	11 H 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	7. Name and Address	of Current Registered Ag	ent			
Titios   State   250 Code    RESTATEMENT   Street Addresses of text Address of t	Corporation Service Company Street Address (P.O. Box Number is Not Acceptable) 1201 Hays Street				circumst the prio are cer received	circumstances which the entity did not receive the prior notices. By checking this box, you are certifying the prior notices were not received and requesting the reinstatement	
Signature of Registered Agent  Resistance of Registered Agent  Resistance of Registered Agent MUST SIGN  8. Names and Street Addresses of Each Officer and/or Director (Flurkia nonprofit corporations must light at least 3 directors)  Name of Officer and/or Director  Officer and/or Director  Attached  10. I certify that I am an officer or director or the receiver or trustee empowered to execute this application as provided for in chapter 807 or 817, F.S. I turther certify that when filling this rainstatement application, the reason for dissolution has been eliminated, the corporation name satisfies the requirements of section 607,0401 or 617,0401, F.S., that all fees owed by the corporation have been paid and the names of individuals listed on this form do not qualify for an exemption contained in Chapter 119, F.S. The information indicested on this application is true and accurate, and my signature shall have the same legal effect as if made under cath.  SIGNATURE:  SIGNATURE:							
REINSTATEMEN  Attached  10., I certify that I am an officer or director or the roceiver or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filling this reinstatement application, the reason four dissolution has been eliminated, the corporate name satisfies the requirements of socion 607,0401, F.S., that all fees owed by the corporation have been peid and the names of individuals listed on this depolication is true and accurate, and my signature shall have the same legal effect or if made under each.  SIGNATURE: Advance.	Signature of	Suda	Dua	K	ne obligations of section	0 607.0505 or 617.0503, F.S. Dale 4 29 09	
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	this rainstatement owad by the corpo i on this application	application, the reason fur di ration have been paid and th	ssolution has been eliminate e names of individuals listed	ed, the corporate name satt d on this form do not qualify me legal effect as it made to	siles the requirements of for an exemption contained on the contained on t	N section 607.0401 or 617.0401, F.S., that all fees	

## A MERICANS-FOR-P-ROSPERITY FOUNDATION

1726 M Street NW, 10th Floor • Washington, DC 20036 • 202.349.5880

## **BOARD OF DIRECTORS**

David Koch Chairman Americans for Prosperity Foundation 1726 M Street, N.W. Tenth Floor Washington, D.C. 20036 (202) 349-5880

Art Pope Vice Chairman Americans for Prosperity Foundation 1726 M Street, N.W. Tenth Floor Washington, D.C. 20036 (202) 349-5880

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## **OFFICERS**

Tim Phillips
President
Americans for Prosperity Foundation
1726 M Street, N.W.
Tenth Floor
Washington, D.C. 20036
(202) 349-5880

John Flynn
Secretary/Treasurer
Americans for Prosperity Foundation
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Washington, D.C. 20036
(202) 349-5880

## AMERICANS FOR PROSPERITY

1726 M Street NW, 10th Floor • Washington, DC 20036 • 202.349.5880

April 30, 2009

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

Dear Sir or Madam:

Enclosed please find a completed "Corporation Reinstatement" application and attached Board of Directors listing for Americans for Prosperity Foundation. As a Corporate Officer and Legal Counsel, I hereby certify that there is no record of Americans for Prosperity Foundation receiving past notices regarding the corporate status of Americans for Prosperity Foundation or the eventual revocation of its corporate registration in Florida.

Thank you for your attention to this matter. Please advise me if there is anything further that you need from Americans for Prosperity Foundation.

Sincerely,

John J. Flynn, III, Esq.

Corporate Secretary/Treasurer

and Legal Counsel