

05/25/2005 12:24

0508785215

CT CORPORATION SYSTEM

PAGE 01 05

Division of Corporations

Page 1 of 1

**F0500000 3104**

Florida Department of State  
Division of Corporations  
Public Access System

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.**

(((H05000131951 3)))

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

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

05 MAY 25 AM 10:07

FILED

To:

Division of Corporations  
Fax Number : (850) 205-0383

From:

Account Name : C T CORPORATION SYSTEM  
Account Number : FCA000000023  
Phone : (850) 222-1092  
Fax Number : (850) 878-5926

DIVISION OF CORPORATIONS

05 MAY 25 PM 2:40

RECEIVED

**FOREIGN PROFIT QUALIFICATION**

**L A Weight Loss Franchise Company**

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

*Please take the space between the "C" + the "A".*

Electronic Filing Menu

Corporate Filing

Public Access Help

# APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. L A Weight Loss Franchise Company  
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Ltd.," "Co.," or "Corp.")

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

2. Delaware 3. 42-1645237  
(State or country under the law of which it is incorporated) (FBI number, if applicable)
4. 09/23/2004 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification  
(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 747 Dresher Road, Suite 150, Horsham, PA 19044  
(Principal office address)
- same  
(Current mailing address)

8. Franchising of weight loss and other services.  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

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

Name: CT 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.

CT Corporation System

By: Margaret E. Routzahn  
(Registered agent's signature)

MARGARET E. ROUTZAHN  
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.

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

FILED  
05 MAY 25 AM 10:07  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**A. DIRECTORS**Chairman: Harold KatzAddress: 747 Dresher Road, Suite 150Horsham, PA 19044

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS****SEE ATTACHMENT**

President: \_\_\_\_\_

Address: \_\_\_\_\_

Vice President: Brian SiegelAddress: 747 Dresher Road, Suite 150Horsham, PA 19044Secretary: Brian SiegelAddress: 747 Dresher Road, Suite 150 Horsham, PA 19044Treasurer: Brian SiegelAddress: 747 Dresher Road, Suite 150 Horsham, PA 19044

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

13. Brian Siegel  
(Signature of Director or Officer listed in number 12 of the application)14. Brian I. Siegel, Vice President  
(Typed or printed name and capacity of person signing application)SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

05 MAY 25 AM 10:07

FILED

05/25/2005 12:24 8508785926

CT CORPORATION SYSTM

PAGE 04/05

05/25/2005 WED 10:42 FAX 1 312 263 4207 CT Chicago SPT --- Tallahassee, FL

004/005

Attachment

Page 1 of 1

Attachment to Florida

**Officers & Directors**

- 
- |    |                   |                             |
|----|-------------------|-----------------------------|
| 1. | Full Name:        | Harold Katz                 |
|    | Officer/Director: | Officer, Director           |
|    | Officer's Title:  | CEO                         |
|    | Director's Title: | Chairman                    |
|    | Business Address: | 747 Dresher Road, Suite 150 |
|    | City:             | Horsham                     |
|    | State:            | PA                          |
|    | ZIP Code:         | 19044                       |
| 2. | Full Name:        | Brian Siegel                |
|    | Officer/Director: | Officer                     |
|    | Officer's Title:  | VP, Secretary, Treasurer    |
|    | Business Address: | 747 Dresher Road, Suite 150 |
|    | City:             | Horsham                     |
|    | State:            | PA                          |
|    | ZIP Code:         | 19044                       |

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

05 MAY 25 AM 10:08

FILED

# Delaware

PAGE 1

*The First State*

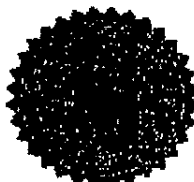
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "L A WRIGHT LOSS FRENCHISE COMPANY" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRD DAY OF MAY, A.D. 2005.

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

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

3858669 8300

050359103



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State  
AUTHENTICATION: 3854111

DATE: 05-03-05