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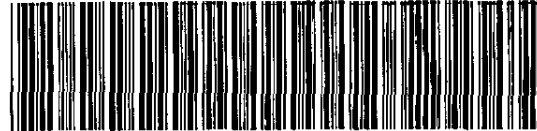
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## TRANSMITTAL LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** THE REGENTS OF THE UNIVERSITY OF MICHIGAN  
(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:

Gordon Beeman

(Name of Person)

University of Michigan

(Firm/Company)

3003 S. State Street  
Suite 9000

(Address)

Ann Arbor, MI 48109-1288

(City/State and Zip Code)

For further information concerning this matter, please call:

Gordon Beeman

(Name of Person)

at ( 734 ) 647-6123

(Area Code & Daytime Telephone Number)

**STREET ADDRESS:**  
Registration Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

**MAILING ADDRESS:**  
Registration 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

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**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. THE REGENTS OF THE UNIVERSITY OF MICHIGAN Corp.  
(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. Michigan 3. 38-6006309  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 1817 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. 3003 S. State Street, Ste. 9000, Ann Arbor, MI 48109-1288  
(Principal office address)
- 3003 S. State Street, Ste. 9000, Ann Arbor, MI 48109-1288  
(Current mailing address)
8. The Regents of the University of Michigan is a public university, which is part of the State of Michigan and which offers charitable gift annuities to Florida residents in compliance with the requirements of the Department of Financial Services of the State of Florida.  
(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: Patricia D. Lott  
Miller, Canfield, Paddock & Stone

Office Address: 25 W. Cedar Street  
Suite 500

Pensacola, Florida 32502  
(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.*



(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. \*

\*The Regents of the University of Michigan ("University") is a body corporate organized and existing under Section 5 of Article VIII of the Constitution of the State of Michigan, a certified copy of which is attached. The University is a public university and is part of the State of Michigan. Section 5 of Article VIII is equivalent to the Articles of Incorporation of the University, and the attached certified copy is equivalent to its Certificate of Existence.

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

**A. DIRECTORS (SEE ATTACHED AS EXHIBIT A)**

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

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

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

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

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

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

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

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

**B. OFFICERS (SEE ATTACHED AS EXHIBIT B)**

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

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

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

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

Secretary: \_\_\_\_\_

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

Treasurer: \_\_\_\_\_

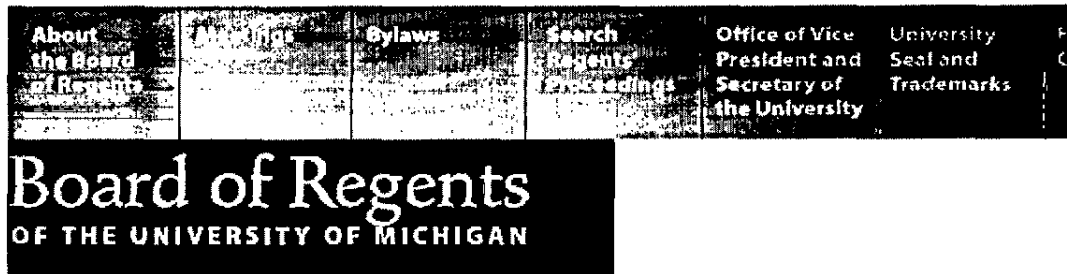
Address: \_\_\_\_\_  
\_\_\_\_\_

**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. **Jerry A. May, Vice President for Development**  
(Typed or printed name and capacity of person signing application)

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### Regents' Contact Information

**David A. Brandon** (term expires 12/31/06)

Domino's Pizza, Inc.  
30 Frank Lloyd Wright Drive  
P.O. Box 997  
Ann Arbor, MI 48106-0997  
(734) 930-3006  
dabran@umich.edu

**Laurence B. Deitch** (term expires 12/31/08)

Bodman LLP  
34th Floor, 100 Renaissance Center  
Detroit, MI 48243  
(313) 392-1055  
ldeitch@umich.edu

**Olivia P. Maynard** (term expires 12/31/12)

Northbank Center, Suite 406  
432 N. Saginaw Street  
Flint, MI 48502  
(810) 239-1535  
omaynard@umich.edu

**Rebecca McGowan** (term expires 12/31/08)

2210 Melrose Avenue  
Ann Arbor, Michigan 48104  
(734) 668-8873  
rmcgowan@umich.edu

**Andrea Fischer Newman** (term expires 12/31/10)

Senior Vice President-Government Affairs  
Northwest Airlines, Detroit Metropolitan Airport  
2601 WorldGateway Place  
Detroit, MI 48242  
afnewman@umich.edu

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**Andrew C. Richner** (term expires 12/31/10)

Clark Hill PLC  
500 Woodward Avenue, Suite 3500  
Detroit, MI 48226-3435  
(313) 965-8531  
richner@umich.edu

**S. Martin Taylor** (term expires 12/31/12)

43 Beacon Hill Road  
Grosse Pointe Farms, MI 48236  
taylorsm@umich.edu

**Katherine E. White** (term expires 12/31/06)

P.O. Box 1842  
Ann Arbor, Michigan 48106-1842  
(313) 577-1054  
kewwhite@umich.edu

**Mary Sue Coleman** (ex officio)

President, University of Michigan  
2074 Fleming Building  
Ann Arbor, MI 48109-1340  
(734) 764-6270  
marysuec@umich.edu

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 Board of Regents and Executive Officers  
**University of Michigan Executive Officers**

**Mary Sue Coleman**

President  
 2074 Fleming Administration Building  
 Ann Arbor, MI 48109-1340  
 (734) 764-6270; FAX (734) 936-3529

**Sally J. Churchill**

Vice President and Secretary of the University  
 2014 Fleming Administration Building  
 Ann Arbor, MI 48109-1340  
 (734) 763-5553; FAX (734) 763-8011

**Paul N. Courant**

Provost and Executive Vice President for Academic Affairs  
 3068 Fleming Administration Building  
 Ann Arbor, MI 48109-1340  
 (734) 764-9292; FAX (734) 764-4546

**E. Royster Harper**

Vice President for Student Affairs  
 6015 Fleming Administration Building  
 Ann Arbor, MI 48109-1340  
 (734) 764-5132; FAX (734) 763-7320

**Robert Kelch**

Executive Vice President for Medical Affairs  
 M7324 Med. Sci. I  
 Ann Arbor, MI 48109-0624  
 (734) 647-9351; FAX (734) 647-9739

**Marvin Krislov**

Vice President and General Counsel  
 4020 Fleming Administration Building

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Ann Arbor, MI 48109-1340  
(734) 764-0304; FAX (734) 763-5648

**Daniel Little**

Chancellor, University of Michigan-Dearborn  
1070 Administration Building  
4901 Evergreen Road  
Dearborn, MI 48128-1491  
(313) 593-5500; FAX (313) 593-5204

**Jerry A. May**

Vice President for Development  
9000 Wolverine Tower  
Ann Arbor, MI 48109-1288  
(734) 647-6000; FAX (734) 647-6100

**Juan E. Mestas**

Chancellor, University of Michigan-Flint  
221 University Pavilion  
Flint, MI 48503-2186  
(810) 762-3322; FAX (810) 762-3513

**Lisa M. Rudgers**

Vice President for Communications  
2028 Fleming Administration Building  
Ann Arbor, MI 48109-1340  
(734) 763-5800; FAX (734) 936-0775

**Timothy P. Slottow**

Executive Vice President and Chief Financial Officer  
3032 Fleming Administration Building  
Ann Arbor, MI 48109-1340  
(734) 764-7270; FAX (734) 936-8730

**Fawwaz T. Ulaby**

Vice President for Research  
4080 Fleming Administration Building  
Ann Arbor, MI 48109-1340  
(734) 764-1185; FAX (734) 763-0085

**Cynthia H. Wilbanks**

Vice President for Government Relations  
6084 Fleming Administration Building  
Ann Arbor, MI 48109-1340  
(734) 763-5554; FAX (734) 764-3316

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STATE OF MICHIGAN

DEPARTMENT OF HISTORY, ARTS AND LIBRARIES  
LANSING

JENNIFER GRANHOLM  
GOVERNOR

DR. WILLIAM ANDERSON  
DIRECTOR

I hereby certify that the attached page is a true and accurate copy of Section 5 of Article VIII of the 1963 Michigan Constitution, as found in record group 83-46, being records of the Department of State, and as found in the State Archives of Michigan, a unit of the Department of History, Arts and Libraries. End of text.

Dated: August 17, 2005

*Mark E. Harvey*  
Mark E. Harvey  
State Archivist

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Sec. 3. Leadership and general supervision over all public education, including adult education and instructional programs in state institutions, except as to institutions of higher education granting baccalaureate degrees, is vested in a state board of education. It shall serve as the general planning and coordinating body for all public education, including higher education, and shall advise the legislature as to the financial requirements in connection therewith.

The state board of education shall appoint a superintendent of public instruction whose term of office shall be determined by the board. He shall be the chairman of the board without the right to vote, and shall be responsible for the execution of its policies. He shall be the principal executive officer of a state department of education which shall have powers and duties provided by law.

The state board of education shall consist of eight members who shall be nominated by party conventions and elected at large for terms of eight years as prescribed by law. The governor shall fill any vacancy by appointment for the unexpired term. The governor shall be ex-officio a member of the state board of education without the right to vote.

The power of the boards of institutions of higher education provided in this constitution to supervise their respective institutions and control and direct the expenditure of the institutions' funds shall not be limited by this section.

Sec. 4. The legislature shall appropriate moneys to maintain the University of Michigan, Michigan State University, Wayne State University, Eastern Michigan University, Michigan College of Science and Technology, Central Michigan University, Northern Michigan University, Western Michigan University, Ferris Institute, Grand Valley State College, by whatever names such institutions may hereafter be known, and other institutions of higher education established by law. The legislature shall be given an annual accounting of all income and expenditures by each of these educational institutions. Formal sessions of governing boards of such institutions shall be open to the public.

Sec. 5. The regents of the University of Michigan and their successors in office shall constitute a body corporate known as the Regents of the University of Michigan; the trustees of Michigan State University and their successors in office shall constitute a body corporate known as the Board of Trustees of Michigan State University; the governors of Wayne State University and their successors in office shall constitute a body corporate known as the Board of Governors of Wayne State University. Each board shall have general supervision of its institution and the control and direction of all expenditures from the institution's funds. Each board shall, as often as necessary, elect a president of the institution under its supervision. He shall be the principal executive officer of the institution, be ex-officio a member of the board without the right to vote and preside at meetings of the board. The board of each institution shall consist of eight members who shall hold office for terms of eight years and who shall be elected as provided by law. The governor shall fill board vacancies by appointment. Each appointee shall hold office until a successor has been nominated and elected as provided by law.

Sec. 6. Other institutions of higher education established by law having authority to grant baccalaureate degrees shall each be governed by a board of control which shall be a body corporate. The board shall have general supervision of the institution and the control and direction of all expenditures from the institution's funds. It shall, as often as necessary, elect a president of the institution under its supervision.