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W65-44763



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

September 28, 2005

MARY FRITCHEY
1717 W NORTHERN AVENUE STE 200
PHOENIX, AZ 85021

SUBJECT: WHOLESALE BENEFITS CLUB, INC.
Ref. Number: W05000044763

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We have received your document for WHOLESALE BENEFITS CLUB, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6097.

Marsha Thomas
Document Specialist

Letter Number: 405A00059104

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Wholesale Benefits Club, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Mary Fritchey
(Name of Person)
Wholesale Benefits Club, Inc.
(Firm/Company)
1717 W. Northern Avenue, Suite 200
(Address)
Phoenix, AZ 85021
(City/State and Zip code)

For further information concerning this matter, please call:

Mary Fritchey at (602) 395-5073
(Name of Person) (Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

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

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 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. Wholesale Benefits Club, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")
- WBC
(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)
2. Arizona 3. 86-0764222
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 7/11/1994 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. _____
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. 1717 W. Northern Ave., Suite 200, Phoenix, AZ 85021
(Principal office address)
- Same as above
(Current mailing address)
8. health care and related 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.

Maria Ozaeta

(Registered agent's signature)

**Maria Ozaeta
Vice President**

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:

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A. DIRECTORS

Chairman: Mark V. Mertel

Address: 4401 E. Beryl
Phoenix, AZ 85028

Vice Chairman: _____

Address: _____

Director: Miriam Mertel

Address: 4401 E. Beryl
Phoenix, AZ 85028

Director: _____

Address: _____

B. OFFICERS

President: Mark V. Mertel

Address: 4401 E. Beryl
Phoenix, AZ 85028

Vice President: Matthew Mertel

Address: 8630 N. 15th Drive
Phoenix, AZ 85021

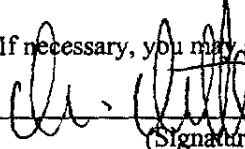
Secretary: Miriam Mertel

Address: 4401 E. Beryl, Phoenix, AZ 85028

Treasurer: Mark V. Mertel

Address: 4401 E. Beryl, Phoenix, AZ 85028

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

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. Matthew Mertel, Vice President
(Typed or printed name and capacity of person signing application)

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Office of the CORPORATION COMMISSION

CERTIFICATE OF GOOD STANDING

To all to whom these presents shall come, greeting:

I, Brian C. McNeill, Executive Director of the Arizona Corporation Commission, do hereby certify that:

*****WHOLESALE BENEFITS CLUB, INC.*****

a domestic corporation organized under the laws of the State of Arizona, did incorporate on July 11, 1994.

I further certify that according to the records of the Arizona Corporation Commission, as of the date set forth hereunder, the said corporation is not administratively dissolved for failure to comply with the provisions of the Arizona Business Corporation Act; that its most recent Annual Report, subject to the provisions of A.R.S. sections 10-122, 10-123, 10-125 & 10-1522, has been delivered to the Arizona Corporation Commission for filing; and that the said corporation has not filed Articles of Dissolution as of the date of this certificate.

This certificate relates only to the legal existence of the above named entity as of the date issued. This certificate is not to be construed as an endorsement, recommendation, or notice of approval of the entity's condition or business activities and practices.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Arizona Corporation Commission. Done at Phoenix, the Capital, this 15th Day of September, 2005, A. D.



Executive Director

By

David E. Martinez