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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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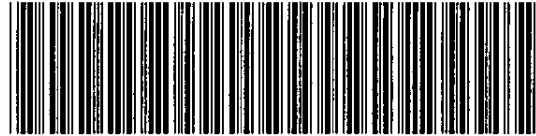
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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08 DEC -9 PM 2:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

15/10

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Gerson Lehrman Group, 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:

Laurence Herman

(Name of Person)

Gerson Lehrman Group, Inc.

(Firm/Company)

850 Third Avenue, 9th Floor

(Address)

New York, New York 10022

(City/State and Zip code)

For further information concerning this matter, please call:

John-Michael Engles

(Name of Person)

at (212) 984-8514

(Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

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

MAILING ADDRESS:

New Filing 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

**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. Gerson Lehrman Group, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

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

2. Delaware

(State or country under the law of which it is incorporated)

3. 13-4101226

(FEI number, if applicable)

4. January 27, 2000

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. December 1, 2008

(Date first transacted business in Florida, if prior to registration)

(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 850 Third Avenue, 9th Floor, New York, New York 10022

(Principal office address)

850 Third Avenue, 9th Floor, New York, New York 10022

(Current mailing address)

8. Investment research 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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee

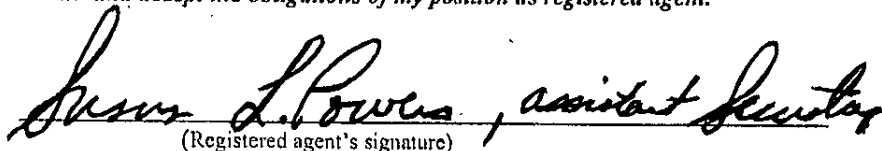
(City)

, Florida 32301

(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.

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TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: Mr. Mark Gerson

Address: 850 Third Avenue, 9th Floor
New York, New York 10022

~~Vice Chairman~~ ^{Director} Mr. Patrick Duff

Address: 850 Third Avenue, 9th Floor
New York, New York 10022

Director: Mr. Fred Fraenkel

Address: 850 Third Avenue, 9th Floor
New York, New York 10022

Director: Mr. John Goldsmith

Address: 850 Third Avenue, 9th Floor
New York, New York 10022

B. OFFICERS

President: Mr. Alexander Saint-Amand

Address: 850 Third Avenue, 9th Floor
New York, New York 10022

Vice President: N/A

Address: N/A
N/A

Secretary: Mr. Laurence Herman

Address: 850 Third Avenue, 9th Floor, New York, New York 10022

Treasurer: Mr. Michael Blumstein

Address: 850 Third Avenue, 9th Floor, New York, New York 10022

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. Laurence Herman, General Counsel and Corporate Secretary

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

Gerson Lehrman Group, Inc. Board of Directors – Supplement to Application

Continued from Application:

Mr. Lewis Lehrman – 850 Third Avenue, 9th Floor, New York, New York 10022

Mr. James Lyle – 850 Third Avenue, 9th Floor, New York, New York 10022

Mr. Edward Nicoll – 850 Third Avenue, 9th Floor, New York, New York 10022

Mr. Alexander Saint-Amand – 850 Third Avenue, 9th Floor, New York, New York 10022

Mr. Rob Stavis – 850 Third Avenue, 9th Floor, New York, New York 10022

Mr. Mike Bingle – 850 Third Avenue, 9th Floor, New York, New York 10022

Mr. Charles Giancarlo – 850 Third Avenue, 9th Floor, New York, New York 10022

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GERSON LEHRMAN GROUP, INC." 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 THIRTIETH DAY OF OCTOBER, A.D. 2008.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "GERSON LEHRMAN GROUP, INC." WAS INCORPORATED ON THE TWENTY-SEVENTH DAY OF JANUARY, A.D. 2000.

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

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

3153035 8300

081078334

You may verify this certificate online
at corp.delaware.gov/authver.shtml



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6940644

DATE: 10-30-08