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cf 1/20/10

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: RGI Association, Inc.
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", or "Certificate of Good Standing" 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:

Reinette Sherbs
Name of Person
RGI Association, Inc.
Firm/Company
950 Ridgebrook Road, Suite 1500
Address
Sparks, MD 21152
City/State and Zip Code
rsherbs@iicdc.com
E-mail address: (to be used for future annual report notification)

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For further information concerning this matter, please call:

Reinette Sherbs at (410) 472-6000
Name of Person Area Code & Daytime Telephone Number

MAILING ADDRESS:
New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET/COURIER ADDRESS:
New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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 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. RGI Association, Inc.
(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. Delaware 3. 27-1612027
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 01/05/2010 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. N/A
(Date first conducted affairs in Florida if prior to registration. See sections 617.1501 & 617.1502, F.S. to determine penalty liability.)
7. 950 Ridgebrook Road, Suite 1500, Sparks, MD 21152
(Principal office address)
- 950 Ridgebrook Road, Suite 1500, Sparks, MD 21152
(Current mailing address)

8. Educational and Consulting Membership Organization
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

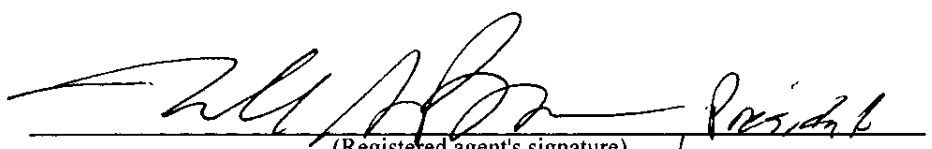
9. Name and street address of Florida registered agent: (P.O. Box **NOT** acceptable)

Name: United Corporate Services, Inc.

Office Address: 9200 South Dadeland Blvd., Suite 508

Miami, Florida 33156
(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.

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

A. DIRECTORS

Chairman: Jeffrey Cohen

Address: 950 Ridgebrook Road, Suite 1500
Sparks, MD 21152

Vice Chairman: John Boyle, III

Address: 200 S. Andrews Avenue, Suite 11000
Ft. Lauderdale, FL 33301

Director: John Boyle

Address: 200 S. Andrews Avenue, Suite 11000
Ft. Lauderdale, FL 33301

Director: Neal Cohen

Address: 300 Redland Court, Suite 110
Owings Mills, MD 21117

B. OFFICERS

~~XXXXXX~~ Jeffrey Cohen - CEO & Treasurer

Address: 950 Ridgebrook Road, Suite 1500
Sparks, MD 21152

~~XXXXXXXX~~ John Boyle III - President

Address: 200 S. Andrews Avenue, Suite 11000
Ft. Lauderdale, FL 33301

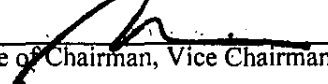
~~XXXXXXXX~~ John Boyle - Vice President

Address: 200 S. Andrews Avenue, Suite 11000

~~XXXXXXXX~~ Neal Cohen - Secretary

Address: 300 Redland Court, Suite 110, Owings Mills, MD 21117

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. Jeffrey Cohen, CEO
(Typed or printed name and capacity of person signing application)

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "RGI ASSOCIATION, 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 EIGHTH DAY OF JANUARY, A.D. 2010.

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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7746358

DATE: 01-08-10