

F1000000 3502

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

cc - JW



Office Use Only



100181525861

06/21/10--01025--023 **87.50

100181525861
07/30/10--01030--001 **1550.00

FILED
2010 JUL 30 P 3:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AUG - 4 2010
D. A. WHITE

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Headsprout, 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:

Steve Dunnington
(Name of Person)
Headsprout, Inc
(Firm/Company)
127 Broadway Ave. E. Ste 200
(Address)
Seattle, WA 98102
(City/State and Zip code)

For further information concerning this matter, please call:

Steve Dunnington at (206) 329-3660 x 1090
(Name of Person) (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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 30, 2010

STEVE DUNNINGTON
HEADSPROUT, INC
127 BROADWAY AVE E STE 200
SEATTLE, WA 98102

SUBJECT: HEADSPROUT, INC.
Ref. Number: W10000029862

We have received your document for HEADSPROUT, 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):

According to the application submitted to this office, this entity transacted business in the state of Florida before properly registering with the Florida Department of State, Division of Corporations. Consequently, a \$500 civil penalty and an annual report filing fee for each year the entity failed to properly file a Florida annual report are due this office. Based on the date entered on the application, the civil penalty and annual report filing fees total \$1,550.

If you have any questions concerning the filing of your document, please call (850) 245-6933.

Dale White
Regulatory Specialist II

Letter Number: 410A00015395

RECEIVED
10 JUL 27 PM 12:24
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 22, 2010

STEVE DUNNINGTON
HEADSPROUT, INC
127 BROADWAY AVE E STE 200
SEATTLE, WA 98102

SUBJECT: HEADSPROUT, INC.
Ref. Number: W10000029862

We have received your document for HEADSPROUT, 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):

Please complete the first page of the application I have enclosed for your convenience.

If you have any questions concerning the filing of your document, please call (850) 245-6933.

Dale White
Regulatory Specialist II

Letter Number: 410A00015395

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA

FILED

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.

2003 JUL 30 P 3:36

1. Headsprout, Inc

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(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. 91-1978712

(FEI number, if applicable)

4. 5/5/1999

(Date of incorporation)

5. Perpetual

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

6. 2003

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

7. 127 Broadway Ave E, St. 200

(Principal office address)

Seattle, WA 98102

(Current mailing address)

8. PROVIDE ACCESS TO ONLINE EDUCATIONAL PROGRAM

(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: Ruth Ann Crawley

Office Address: 34 Marlin St

Santa Rosa Beach

(City)

, Florida 32459

(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.

Ruth Ann Crawley

(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.

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

A. DIRECTORS

Chairman: Alain Azan

Address: 127 Broadway Ave E, Ste 200
Seattle, WA 98102

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2018 JUL 30 P 3:36

~~Director~~ Chris Roser

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Address: 127 Broadway Ave E, Ste 200
Seattle, WA 98102

Director: John Jordan

Address: 127 Broadway Ave E, Ste 200
Seattle, WA 98102

Director: Edward Anderson

Address: 127 Broadway Ave E, Ste 200
Seattle, WA 98102

B. OFFICERS

President: CEO - David Anderson

Address: 127 Broadway Ave E, Ste 200
Seattle, WA 98102

Vice President: Operations/Finance - Denise Mamaril

Address: 127 Broadway Ave E, Ste 200
Seattle, WA 98102

~~V.P. MARKETING~~

Victoria Burwell

Address: 127 Broadway Ave E, Ste 200
Seattle, WA 98102

Treasurer: Seattle, WA 98102

Address: _____

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

13. Denise Mamaril

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

14. Denise Mamaril, Vice President of Operations + Finance

(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 "HEADSPROUT, 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 FIRST DAY OF JUNE, A.D. 2010.

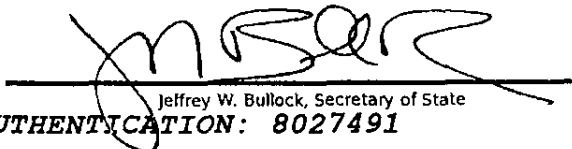
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2010 JUL 30 P 3:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3038405 8300

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8027491

DATE: 06-01-10