

FI1000001023

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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WAIT

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MAIL

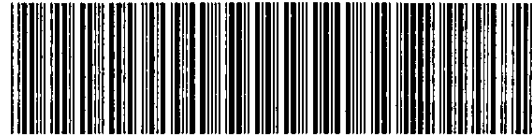
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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03/04/11--01008--003 **70.00

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11 MAR -4 PM 3:59
STATE OF NEW YORK
CLERK OF THE COURT

PS 3/9/11



**NRAI
CORPORATE
SERVICES**
An NRAI Solutions Company

February 28, 2011

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: BenefitFocus.com, Inc.

Dear Filing Officer:

Please file the attached Application for Authority for the referenced company. Enclosed please find a check for the requisite fees. Please return evidence of filing to my attention via regular mail.

If for any reason the enclosed cannot be filed upon receipt, please contact the undersigned immediately at (800) 862-5438. Thank you very much for your assistance.

Very truly yours,

Linda Stauffer
Client Specialist

Enclosures

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: BenefitFocus.com, 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:

Linda Stauffer

(Name of Person)

NRAI Corporate Services

(Firm/Company)

16055 Space Center Blvd, Suite 235

(Address)

Houston, Texas 77062

(City/State and Zip code)

For further information concerning this matter, please call:

Linda Stauffer

(Name of Person)

at (800) 862-5438

(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. BenefitFocus.com, 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. South Carolina 3. 57-1099948
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. June 6, 2000 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. 100 Benefitfocus Way, Daniel Island, SC 29492
(Principal office address)
100 Benefitfocus Way, Daniel Island, SC 29492
(Current mailing address)

8. Software and related professional 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: NRAI Services, Inc.

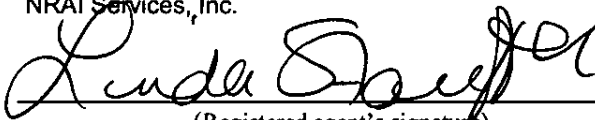
Office Address: 2731 Executive Park Dr., Ste 4

Weston, Florida 33331
(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.

NRAI Services, Inc.



(Registered agent's signature) Linda Stauffer, Assistant Secretary

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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CLERK OF THE COURT
JUDICIAL CIRCUIT IN AND FOR
THE NINTH JUDICIAL CIRCUIT
TALLAHASSEE, FLORIDA

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

A. DIRECTORS See Attached List

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Mason Holland

Address: 100 Benefitfocus Way

Daniel Island, SC 29492

Director: Shawn Jenkins

Address: 100 Benefitfocus Way

Daniel Island, SC 29492

B. OFFICERS See Attached List

President: Shawn Jenkins

Address: 100 Benefitfocus Way

Daniel Island, SC 29492

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 Director or Officer listed in number 12 of the application)

14. Andrew Howell, Chief Operating Officer

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

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STATE OF SOUTH CAROLINA
COUNTY OF BEaufort

Benefitfocus.com, Inc.

Officers & Directors

Shawn Jenkins, President / CEO / Director
100 Benefitfocus Way, Daniel Island, SC 29492

Andrew Howell, Chief Operating Officer
100 Benefitfocus Way, Daniel Island, SC 29492

Greg McLain, Sr. VP Finance
100 Benefitfocus Way, Daniel Island, SC 29492

Mason Holland, Director
100 Benefitfocus Way, Daniel Island, SC 29492

Joseph P. DiSabato, Director
200 West Street, 29th Floor New York, NY 10282

Raheel Zia, Director
200 West Street, 29th Floor New York, NY 10282

Ann Lamont, Director
One Gorham Island, Westport, CT 06880

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The State of South Carolina



Office of Secretary of State Mark Hammond

Certificate of Existence

I, Mark Hammond, Secretary of State of South Carolina Hereby certify that:

BENEFITFOCUS.COM, INC.,
a corporation duly organized under the laws of the State of South Carolina on June 6th, 2000, and having a perpetual duration unless otherwise indicated below, has as of the date hereof filed all reports due this office, paid all fees, taxes and penalties owed to the Secretary of State, that the Secretary of State has not mailed notice to the Corporation that it is subject to being dissolved by administrative action pursuant to section 33-14-210 of the South Carolina Code, and that the corporation has not filed articles of dissolution as of the date hereof.

Given under my Hand and the Great
Seal of the State of South Carolina this
24th day of February, 2011.

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A handwritten signature in cursive script that reads "Mark Hammond".
Mark Hammond, Secretary of State