

F12000000658

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H12000034145 3)))



H120000341453ABCU

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page.
Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 617-6381

From:

Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 222-1092
Fax Number : (850) 878-5368

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: _____

FOREIGN PROFIT/NONPROFIT CORPORATION
Wellness & Prevention, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

RE-SUBMIT

Please retain original filing
date of submission 2/8

Electronic Filing Menu

Corporate Filing Menu

FILED
12 FEB -8 AM 11:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
12 FEB 13 PM 1:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



February 9, 2012

FLORIDA DEPARTMENT OF STATE
Division of Corporations

C T CORPORATION SYSTEM

RE-SUBMITSUBJECT: WELLNESS & PREVENTION, INC.
REF: W12000007916Please retain original filing
date of submission 2/8

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The attached Schedule A reflects a different entity name.

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) 245-6901.

Pamela Smith
Regulatory Specialist IIFAX Aud. #: H12000034145
Letter Number: 012A00005723

P.O. BOX 6327 - Tallahassee, Florida 32314

**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. Wellness & Prevention, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Ine," "Co," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)
2. Michigan 3. 38-3414346
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 11/5/1997 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. n/a
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. 130 South First Street, Ann Arbor, MI 48104
(Principal office address)

(Current mailing address)
8. Develop and deliver digital health coaching programs.
(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.*

CT Corporation System

By: Debbie Diaz Debbie Diaz
(Registered agent's signature) 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.

FILED
12 FEB -8 AM 11:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: See attached Schedule A

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached Schedule A

Address: _____

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

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Douglas K. Chia, Assistant Secretary

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

FILED
2 FEB 18 AM 11:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Schedule A

Wellness & Prevention, Inc. formerly known as;
HealthMedia, Inc.

130 South First Street
Date 12/16/2011 Ann Arbor MI 48104

Current Elections / Appointments

Board Positions

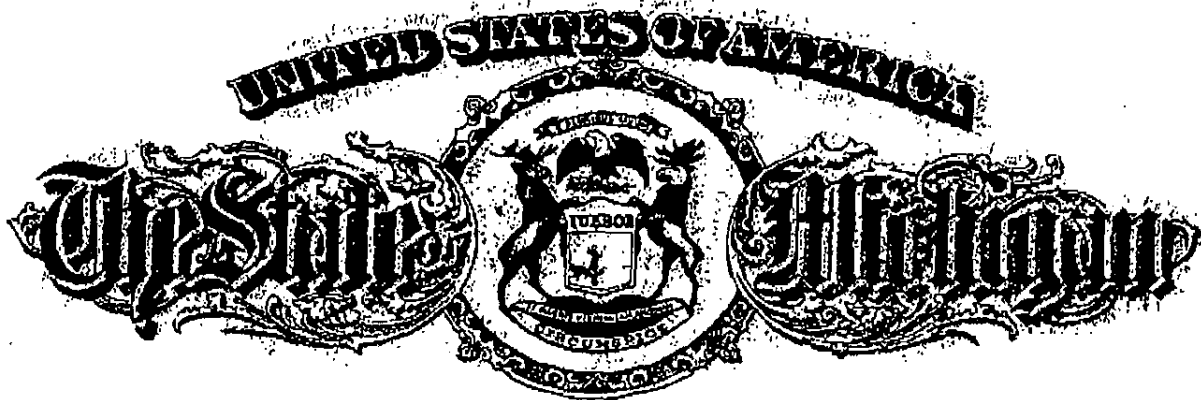
Name	Position	Appointed	Job Title	Appt. Grp.	Status	Reminder	Att.
Andrew, Christopher J	Director	09/21/2009	Director	Directors		<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Gupta, Sanjay	Director	10/31/2011	Director	Directors		<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>

Officers

Name	Position	Appointed	Job Title	Appt. Grp.	Status	Reminder	Att.
Gupta, Sanjay	President	08/16/2010	President	Officers		<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Gragorka, David	Vice President	10/27/2009	Vice President	Officers		<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Ternes, John	Treasurer	10/27/2009	Treasurer	Officers		<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Andrew, Christopher J	Secretary	09/21/2009	Secretary	Officers		<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Chla, Douglas K	Assistant Secretary	10/27/2008	Assistant Secretary	Officers		<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Chung, Daniel	Assistant Secretary	05/09/2011	Assistant Secretary	Officers		<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Jaenicke, Brian T	Assistant Secretary	03/30/2009	Assistant Secretary	Officers		<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Pearce, Laurie J	Assistant Secretary	05/09/2011	Assistant Secretary	Officers		<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Rickles, Laurence S	Assistant Secretary	03/30/2009	Assistant Secretary	Officers		<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Sharkey, John F	Assistant Secretary	10/27/2008	Assistant Secretary	Officers		<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>

FILED
12 FEB -8 AM 11:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

<http://cems.jnj.com/company/officers.asp?QR=HEALTHMEDI&RESULTS=YES&DEFAULT=Y> 12/16/2011



Department of Licensing and Regulatory Affairs
Lansing, Michigan

This is to Certify That

WELLNESS & PREVENTION, INC.

was validly incorporated on November 5, 1997, as a Michigan profit corporation, and said corporation is validly in existence under the laws of this state.

This certificate is issued pursuant to the provisions of 1972 PA 284, as amended, to attest to the fact that the corporation is in good standing in Michigan as of this date and is duly authorized to transact business and for no other purpose.

This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

FILED
12 FEB -8 AM 11:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



In testimony whereof, I have hereunto set my hand; in the City of Lansing, this 20th day of January, 2012.

[Signature] Director

Bureau of Commercial Services

GOLD SEAL APPEARS ONLY ON ORIGINAL