

F12000003596

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

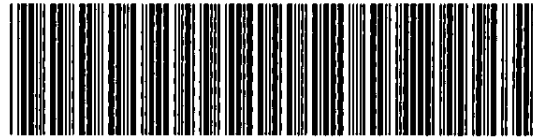
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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of 8/31/12

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: VSP LABS, 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," or "Certificate of Good Standing" 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:

Michael Dickey

Name of Person

Vision Service Plan

Firm/Company

3333 Quality Drive (MS163)

Address

Rancho Cordova, CA 95670

City/State and Zip code

michdi@vsp.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Michael Dickey

Name of Person

at (916) 851-4898

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

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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. VSP LABS, 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. 27-0621143

(FEI number, if applicable)

4. 05/22/2009

(Date of incorporation)

5. Perpetual

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

6. Upon registration.

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

7. 3333 Quality Drive, Rancho Cordova, CA 95670

(Principal office address)

3333 Quality Drive (MS163), Rancho Cordova, CA 95670

(Current mailing address)

8. To engage in any lawful act or activity for which corporations may be organized under applicable state law.

(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 Hayes Street

Tallahassee, Florida 32301 (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.

[Handwritten signature]

Vikki Saeteurn, Asst. Secretary for Corporation Service Company

(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 business addresses of officers and/or directors:

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A. DIRECTORS

Chairman: James Robinson Lynch

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Address: 3333 Quality Drive
Rancho Cordova, CA 95670

Vice Chairman: James Michael McGrann

Address: 3333 Quality Drive
Rancho Cordova, CA 95670

Director: Donald Joseph Ball, Jr.

Address: 3333 Quality Drive
Rancho Cordova, CA 95670

Director: Thomas Allan Fessler

Address: 3333 Quality Drive
Rancho Cordova, CA 95670

B. OFFICERS

President: Donald Eugene Oakley

Address: 3333 Quality Drive
Rancho Cordova, CA 95670

Vice President: Thomas Allan Fessler

Address: 3333 Quality Drive
Rancho Cordova, CA 95670

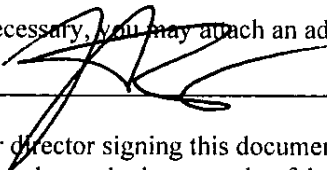
Secretary: Heather Candy

Address: 3333 Quality Drive, Rancho Cordova, CA 95670

Treasurer: Lester Earl Passuello

Address: 3333 Quality Drive, Rancho Cordova, CA 95670

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. Heather Candy, Secretary

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

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

**VSP Labs, Inc.
Addendum**

Additional Officers:

Chief Executive Officer – James Robinson Lynch
3333 Quality Drive, Rancho Cordova, CA 95670

Chief Financial Officer - Donald Joseph Ball, Jr.
3333 Quality Drive, Rancho Cordova, CA 95670

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Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VSP LABS, 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 NINTH DAY OF AUGUST, A.D. 2012.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "VSP LABS, INC." WAS INCORPORATED ON THE TWENTY-SECOND DAY OF MAY, A.D. 2009.

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9771169

DATE: 08-09-12