

Division of Corporations

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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.

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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
Whitney International University System Ltd. Inc

Certificate of Status	0
Certified Copy	0
Page Count	08
Estimated Charge	\$70.00

DEPARTMENT OF STATE
 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA

13 MAY 29 PM 4:42

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Electronic Filing Menu

Corporate Filing Menu

Help

J. Shivers MAY 30 2013

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: WHITNEY INTERNATIONAL UNIVERSITY SYSTEM LTD., 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:

Diana Abril

Name of Person

WHITNEY INTERNATIONAL UNIVERSITY SYSTEM LTD., INC.

Firm/Company

200 S. Biscayne Blvd., Suite 3800

Address

Miami, Florida 33131

City/State and Zip code

Diana.Abril@whitneyintl.com

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

For further information concerning this matter, please call:

Diana Abril

at 786 , 477-5696

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

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DIVISION OF STATE
TALLAHASSEE, FLORIDA

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**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. Whitney International University System Ltd., 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. Bermuda 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. August 20, 2004 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. 200 S. Biscayne Blvd., Suite 3800, Miami, Florida 33131

(Principal office address)

200 S. Biscayne Blvd., Suite 3800, Miami, Florida 33131

(Current mailing address)

8. _____
(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 Rd.

Plantation

(City)

, Florida 33324

(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.

Madonna Cuddy
Special Assistant Secretary

(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.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: Randy Best

Address: 2200 Ross Avenue, Suite 3800
Dallas, Texas 75201

Vice Chairman: Not Applicable

Address: _____

Director: Thomas B. Evans

Address: 2200 Ross Avenue, Suite 3800
Dallas, Texas 75201

Director: Wallace R. Hawley

Address: 2200 Ross Avenue, Suite 3800
Dallas, Texas 75201

B. OFFICERS

President: Pete R. Pizarro (Chief Executive Officer)

Address: 200 S. Biscayne Blvd., Suite 3800
Miami, Florida 33131

Vice President: Thomas B. Evans

Address: 2200 Ross Avenue, Suite 3800
Dallas, Texas 75201

Secretary: Marlies A. Smith

Address: Victoria Place, 31 Victoria Street, Hamilton HM 10, Bermuda

Treasurer: Rodrigo Medina

Address: 200 S. Biscayne Blvd., Suite 3800, Miami, Florida 33131

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. PETE R. PIZARRO, PRESIDENT / CEO

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

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ADDENDUM

DIRECTORS:

Thomas B. Hayward
2200 Ross Avenue, Suite 3800
Dallas, Texas 75201

Timothy C. Werner
2200 Ross Avenue, Suite 3800
Dallas, Texas 75201

Boone Powell, Jr.
2200 Ross Avenue, Suite 3800
Dallas, Texas 75201

William Lindquist
2200 Ross Avenue, Suite 3800
Dallas, Texas 75201

Scot Haxton Fischer
2200 Ross Avenue, Suite 3800
Dallas, Texas 75201

Jordan Reese III
2200 Ross Avenue, Suite 3800
Dallas, Texas 75201

Phillip A. Clough
2200 Ross Avenue, Suite 3800
Dallas, Texas 75201

Nikitas Koutoupes
2200 Ross Avenue, Suite 3800
Dallas, Texas 75201

OFFICERS:

Flavio Barbosa— Chief Financial Officer
200 S. Biscayne Blvd., Suite 3800
Miami, Florida 33131

Justyna Dymerska — Vice President
2200 Ross Avenue, Suite 3800
Dallas, Texas 75201

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OFFICE OF THE
ATTORNEY GENERAL
FLORIDA

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May 28, 2013

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

RE: Whitney University International System, Ltd.

To Whom It May Concern:

This letter hereby confirms that the Foreign Limited Partnership filing number B10000000146 belongs to the undersigned and will not be reinstated. We hereby release the name "Whitney University International System Ltd." in order to use the same in the attached foreign corporation filing to be made with your office.

If you have any questions, please contact Diana P. Abril at (786) 477-5696.

Sincerely,

Whitney University International System, Ltd.

By: 

Name: Pete R. Pizarro

Title: President and CEO

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TALLAHASSEE, FLORIDA

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NOTARIAL CERTIFICATE

TO ALL TO WHOM THESE PRESENTS SHALL COME:

I, Nicholas J. Hoskins, of the City of Hamilton in the Islands of Bermuda, a Notary Public, duly authorised, admitted and sworn, practising at Victoria Place, 31 Victoria Street,, Hamilton HM 10, Bermuda as aforesaid **DO HEREBY CERTIFY** that the attached document marked "A", is a true and correct copy of the following document of Whitney International University System Ltd. (the "Company"):-

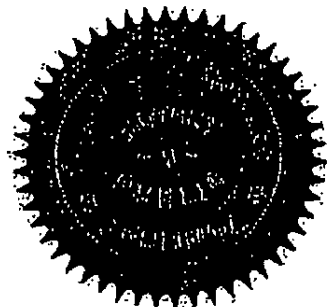
- (1) the attached document, annexed 'A', is the a true copy of the Certificate of Compliance in respect of the Company issued by the Registrar of Companies in Bermuda on 29 May, 2013, in full force and effect as of the date hereof.

IN TESTIMONY WHEREOF I, the said Notary Public,
have hereto set my hand and official Notarial Seal
this 29th day of May, 2013.

Notary Public



NICHOLAS J. HOSKINS
NOTARY PUBLIC
FOR AND IN THE ISLANDS OF BERMUDA
VICTORIA PLACE, 31 VICTORIA STREET
HAMILTON HM 10, BERMUDA
MY COMMISSION IS UNLIMITED AS TO TIME



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HAMILTON, BERMUDA

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Registration No. 35730

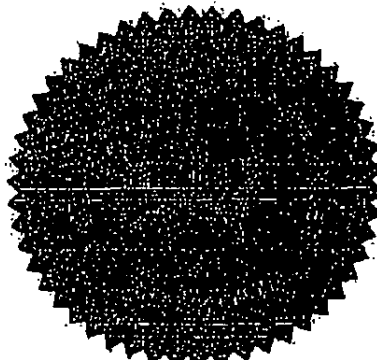


BERMUDA
MINISTRY OF ECONOMIC DEVELOPMENT
CERTIFICATE OF COMPLIANCE

I, Jeremie M Hayward, Supervisor of Registration, of the Registrar of Companies, in the Islands of Bermuda, do hereby certify that

Whitney International University System Ltd.

is a company duly incorporated under the laws of Bermuda and is at the date of this Certificate, in good standing under the Companies Act 1981.



Given under my hand and the Seal of the

REGISTRAR OF COMPANIES this

29th day of May 2013


Jeremie M Hayward
Supervisor of Registration

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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